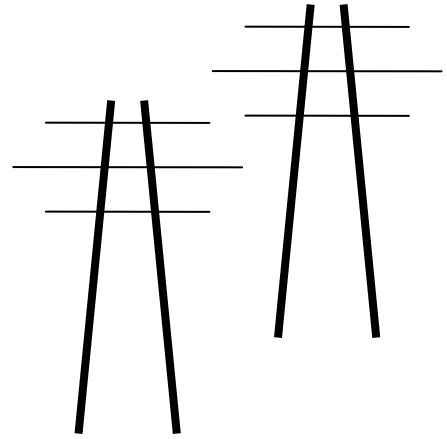


Legalelectric, Inc.

Carol Overland Attorney at Law, MN #254617
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1110 West Avenue
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August 1, 2019

Daniel Wolf
Executive Secretary
Minnesota Public Utilities Commission
121 – 7th Place East, Suite 350
St. Paul, MN 55101

Filed via eDockets

RE: Appeal of Commission Amended Order of May 10, 2019
**In the Matter of the Application of Freeborn Wind Energy, LLC for a Large Wind
Energy Conversion System Site Permit for the 84 MW Freeborn Wind Farm in
Freeborn County**
PUC Docket: IP-6946/WS-17-410; OAH Docket: 80-2500-34633
Appeals Court No.A19-1195

Dear Mr. Wolf:

Enclosed for filing on behalf of Association of Freeborn County Landowners(AFCL), please find packet filed with the Appellate Court yesterday, and served by Certified U.S. Mail on all parties:

- Cover letter for filing
- Petition for Writ of Certiorari and Writ of Certiorari (issued 8/31/2019)
- Statement of the Case
- Addendum to Petition for Writ of Certiorari
 - PUC - Order Denying Reconsideration, July 2, 2019
 - PUC - Order Amending Site Permit, May 10, 2019
 - PUC – Notice of Comment Period, July 8, 2019
 - AFCL – Motion for Order to Show Cause, July 18, 2019

If you have any questions, or require anything further, please let me know.

Very truly yours

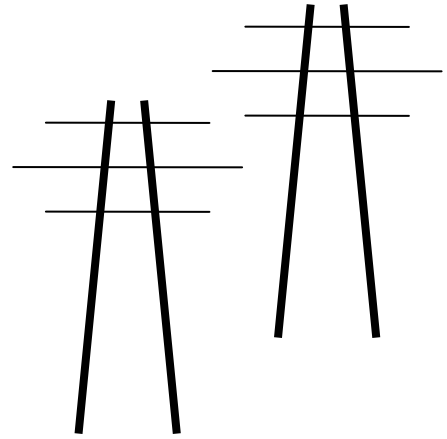
Carol A. Overland
Attorney at Law

cc: Association of Freeborn County Landowners
All parties via eDockets

Legalelectric, Inc.

Carol Overland Attorney at Law, MN #254617
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July 30, 2019

Clerk of Appellate Court
Minnesota Court of Appeals
305 Minnesota Judicial Center
25 Rev. Dr. Martin Luther King Jr. Blvd.
St. Paul, MN 55155

Filed via EMACS

RE: **In the Matter of the Application of Freeborn Wind Energy, LLC for a Large Wind Energy Conversion System Site Permit for the 84 MW Freeborn Wind Farm in Freeborn County**
PUC Docket: IP-6946/WS-17-410; OAH Docket: 80-2500-34633
Appeals Court No. _____

Dear Clerk of Appellate Court:

Enclosed for filing on behalf of Relator Association of Freeborn County Landowners(AFCL), please find:

- Petition for Writ of Certiorari and proposed Writ
- Statement of the Case
- Addendum to Petition for Writ of Certiorari
 - PUC - Order Denying Reconsideration, July 2, 2019
 - PUC - Order Amending Site Permit, May 10, 2019
 - PUC – Notice of Comment Period, July 8, 2019
 - AFCL – Motion for Order to Show Cause, July 18, 2019

We request expedited processing of the Writ. The Affidavit of Service via Certified Mail of the Writ and documents above will be provided separately upon receipt of Writ and subsequent mailing.

If you have any questions, or require anything further, please let me know.

Very truly yours

Carol A. Overland
Attorney at Law

cc: Association of Freeborn County Landowners

SERVICE LIST

MINNESOTA PUBLIC UTILITIES COMMISSION:

Daniel Wolf, Executive Secretary
Thomas E. Bailey, General Counsel
Minnesota Public Utilities Commission
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COMMERCE EERA

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PROJECT OWNER PERMITEE and FORMER PROJECT OWNER PERMITEE:

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Christina Brusven
Counsel for Invenergy
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KAAL-TV

Richard J. Savelkoul, Counsel for KAAL
Martin & Squires
332 Minnesota St., Suite W2750
St. Paul, MN 55101

**STATE OF MINNESOTA
IN COURT OF APPEALS**

**PETITION FOR
WRIT OF CERTIORARI**

**In the Matter of the Application of Freeborn
Wind Energy, LLC for a Large Wind Energy
Conversion System Site Permit for the 84
MW Freeborn Wind Farm in Freeborn
County**

Court of Appeals Case No. _____

**Association of Freeborn County Landowners,
Relators,**

**PUC Docket No. IP6946/WS-17-410
OAH Docket No. 80-2500-34633**

vs.

Minnesota Public Utilities Commission,

Respondent.

Date of Decision Triggering Appeal Time: July 2, 2019

TO: THE COURT OF APPEALS OF THE STATE OF MINNESOTA:

Association of Freeborn County Landowners (“Petitioner”) hereby Petitions the Court of Appeals for a Writ of Certiorari to review the attached July 2, 2019 and May 10, 2019 Orders of the Minnesota Public Utilities Commission (“PUC”) granting an amended Siting Permit to Applicant Freeborn Wind, LLC, for the Freeborn Wind Project. On July 2, 2019, the Commission issued a written Order denying reconsideration.

The PUC’s decisions were erroneous as a matter of law under Minnesota’s Power Plant Siting Act, Minn. Stat. Ch. 216E, and Wind siting statutes Ch. 216F and associated rules. Following a Recommendation by the Administrative Law Judge that the site

permit be denied because Applicants had not demonstrated it could comply with state noise standards, the Commission reversed course and granted the permit. The Commission based its Amendment and Order, and prior Order and Permit, on a private agreement between Applicant, Commerce and MPCA, and to the exclusion of AFCL, an intervenor with full party status; on reliance upon “General Permit Standards” for small wind which are not applicable to 84MW Large Wind Energy Conversion System (LWECS) project; relief from burden of proof and failure to require production of noise modeling demonstrating Applicants’ ability to comply with state sound standards prior to issuance of permit; relief of burden of proof and failure to require production of decommissioning information prior to issuing permit, all constituting errors of law.

Appeals from final Public Utilities Commission decisions are taken pursuant to the Minnesota Administrative Procedures Act, Minn. Stat. §§216B.52 and 216E.05. The Administrative Procedures Act authorizes review in the Court of Appeals by Writ of Certiorari. Minn. Stat. §14.63; see also Minn. R. Civ. App. P. 103.03(g) and 115.01.

July 30, 2019



Carol A. Overland #254617
Attorney at Law
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overland@legalelectric.org

**ATTORNEY FOR PETITIONER
ASSOCIATION OF FREEBORN
COUNTY LANDOWNERS**

STATE OF MINNESOTA
IN COURT OF APPEALS

FILED

July 31, 2019

OFFICE OF
APPELLATE COURTS

WRIT OF CERTIORARI

CASE TITLE:

**In the Matter of the Application of
Freeborn Wind Energy, LLC for a
Large Wind Energy Conversion System
Site Permit for the 84 MW Freeborn
Wind Farm in Freeborn County**

Court of Appeals Case No. A19-1195

**PUC Docket No. IP6946/WS-17-410
OAH Docket No. 80-2500-34633**

TO: PUBLIC UTILITIES COMMISSION:

You are hereby ordered to return to the Court of Appeals and serve on all parties in accordance with Rule 115.04, subdivision 3, within 30 days after service of the Petition or 14 days after delivery of a transcript, whichever is later, an itemized statement of the record, exhibits, and proceedings in the above-entitled matter so that this court may review the decision of the Minnesota Public Utilities Commission issued on the date noted above.

You are further direct to retain the actual record, exhibits, and transcript of proceedings until requested by the clerk of appellate courts to deliver them in accordance with rule 115.04, subdivision 5.

Pursuant to the requirements of the Minnesota Administrative Procedure Act, Minn. Stat. §14.64, copies of this writ and accompanying petition shall be served forthwith either personally or by certified mail upon the Minnesota Public Utilities Commission, upon the Attorney General of the State of Minnesota, upon the project permittee, Freeborn Wind, LLC, and upon all parties to the proceeding in which the order sought to be reviewed was made:

MINNESOTA PUBLIC UTILITIES COMMISSION:

Daniel Wolf, Executive Secretary
Thomas E. Bailey, General Counsel
Minnesota Public Utilities Commission
121 – 7th Place East, Suite 350
St. Paul, MN 55101-2147

Lisa Crum
Asst. Attorney General
1100 Bremer Tower
445 Minnesota St.
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MINNESOTA ATTORNEY GENERAL

Keith Ellison, Attorney General
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445 Minnesota Street, Suite 1400
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COMMERCE EERA

Linda S. Jensen
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445 Minnesota St., Suite 1800
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PROJECT OWNER PERMITEE and FORMER OWNER PERMITEE:

Ryan Long, Asst. General Counsel
Xcel Energy
414 Nicollet Mall
401 – 8th Floor
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Christina Brusven
Counsel for Invenergy
Fredrickson & Byron
200 S. 6th St., Suite 4000
Minneapolis, MN 55402-1425

KAAL-TV

Richard J. Savelkoul, Counsel for KAAL
Martin & Squires
332 Minnesota St., Suite W2750
St. Paul, MN 55101

ASSOCIATION OF FREEBORN
COUNTY LANDOWNERS
Carol A. Overland, Counsel for AFCL
Legalelectric
1110 West Avenue
Red Wing, MN 55066

Copies of this writ and accompanying petition shall be served forthwith either personally or by certified mail upon the respondent Minnesota Public Utilities Commission, its counsel listed, and upon the official parties in the above-captioned case.

Proof of service of the writ and itemized statement shall be filed with the Clerk of the Appellate Courts.

DATED: July 31, 2019

Clerk of Appellate Courts

By: 
Assistant Clerk

(Clerk's File Stamp)

**STATE OF MINNESOTA
IN COURT OF APPEALS**

CASE TITLE:

**In the Matter of the Application of
Freeborn Wind Energy, LLC for a
Large Wind Energy Conversion System
Site Permit for the 84 MW Freeborn
Wind Farm in Freeborn County**

Court of Appeals Case No. _____

PETITIONER’S STATEMENT OF THE CASE

PUC Docket: IP-6946/WS-17-410
OAH Docket. 80-2500-34633

Date of Decision:

Order Approving Amendment of Site Permit

May 10, 3019

Order Approving Siting Permit

December 19, 2019

Date of Decision Triggering Appeal Time:

July 2, 2019

Relator Association of Freeborn County Landowners, for its Statement of the
Case, states as follows:

1. Agency of case origination:

This case originated with the Minnesota Public Utilities Commission (hereinafter
“PUC”). The Commission referred the wind project site application to Office of
Administrative Hearings for a Contested Case Hearing and Public Hearing, and the
Administrative Law Judge issued a Recommendation to the PUC that the site permit be
denied. The PUC then made its decision of December 19, 2019, granting the permit,

Reconsidered and Amended Site Permit with Order of May 10, 2019, and then denied Motion for Reconsideration on July 2, 2019.

2. Jurisdictional statement

a. Statute, Rule, or Other Authority Authorizing Certiorari Appeal.

Certiorari appeal of Public Utilities Commission decisions are taken pursuant to Minn. Stat. §216B.52 and §216E.15. The Administrative Procedures Act authorizes review in the Court of Appeals by writ of certiorari. Minn. Stat. §14.6-683; Minn. R. Civ. App. P. 103.03(g) and 115.01.

b. Authority Fixing Time Limit for Obtaining Certiorari Review.

Relators appeal the PUC's second "final" decision on the matter, its May 10, 2019 Order granting a Site Permit for the Freeborn Wind project and the PUC's July 2, 2019 denial of AFCL's Motion. This appeal is timely filed no more than 30 days after the PUC's July 2, 2019 Order (Minn. Stat. §14.64).

c. Finality of Order or Judgment.

This Order amending the site permit is likely not final, as the docket is very active now. The Commission issued its first Order Granting Site Permit on December 19, 2018, and then issued this Amended Site Permit with its Order of May 10, 2019. The Commission denied Reconsideration on July 2, 2019. The Commission's action on Reconsideration would be "final" except that a material amendment request is expected. Xcel Energy has purchased Freeborn Wind and has requested approval of its acquisition from the Public Utilities Commission. The Commission will address the acquisition sometime after the comment period ends on July 29, 2019. Xcel Energy has stated that it

will file a petition to amend the site permit “in July,” and plans to substitute 32 larger turbines, and file a minimum of new noise and shadow flicker studies and a modified site plan. On the closing date of the sale, the seller, Invenergy, filed Notice of Termination of land leases and agreement affecting over 4,451 acres of the 17,435 acres of leased land, significantly altering the project from that permitted. AFCL has filed a Motion for Order to Show Cause requesting that the Commission stay the permit until the new Xcel siting information and plan is reviewed.¹

AFCL is filing this appeal within the statutory window for appeal. AFCL requests stay of consideration of this appeal until the Commission addresses Xcel Energy/NSPM’s acquisition and planned site permit amendment.

3. State type of litigation and designate any statutes at issue.

This is a case of first impression -- the first contested case held in Minnesota to address a wind site permit application under the wind siting statutes. Minn. Stat. Ch. 216F; Minn. R. Ch. 7854, including 7854.0500, Subp. 13; the Power Plant Siting Act statutes not exempted under Minn. Stat. §216F.02, including siting criteria of Minn. Stat. §216E.03, Subd. 7, and public participation as afforded by Minn. Stat. §216E.08; the Minnesota Administrative Procedures Act, Minn. Stat. Ch. 14 and rules of Minn. Ch. 1400 and 1405; and Minnesota Pollution Control Agency’s noise standards, Minn. R. 7030.0400 and Dept. of Commerce wind siting noise guidelines.

4. Brief description of claims, defenses, issues litigated and result below.

¹ In its Addendum, AFCL has included Xcel’s request for approval of acquisition, the Commission’s Notice of Comment Period, and AFCL’s Motion for Order to Show Cause.

This appeal will address whether the Public Utilities Commission made errors of law when it amended the Freeborn Wind Site Permit in its May 10, 2019 Order; specifically the Commission’s approval and amendment of the site permit, and omitting other permit language, based on a private agreement excluding parties; the Commission’s approval and amendment of the site permit changing material terms not supported by the record; the Commission’s approval and amendment of the site permit that improperly utilized siting standards developed for small (under 25MW) wind; the Commission’s approval and amendment of the site permit based on a change of the ground factor noise modeling assumption from 0.0 to 0.5, a substantive change, when there is no modeling in the record that utilizes ground factor of 0.5; whether the Commission’s approval and amendment of the site permit authorizing delay of production of noise studies until after approval of the permit is an error of law in the absence of any demonstration prior to approval that Freeborn Wind could comply with state noise standards; approval and amendment of the site permit where homes are expected to experience shadow flicker and relies on a permit term of “abnormal level of complaints” to trigger monitoring; failure to require production of decommissioning information and postponing production of decommissioning planning to post-permit stage without public review; and disregard of public opposition and approving the project based on private agreement between Freeborn Wind and Commerce-EERA and MPCA violates the Commission’s public participation mandate under Minn. Stat. §216E.08.

5. List specific issues proposed to be raised on appeal.

The errors of law and arbitrary and capricious acts to be raised include:

- Whether a Siting Order that relies on “Order Establishing General Wind Permit Standards” (Docket No. E, G-999/M-07-1102) for siting of a Large Wind Energy Conversion System, wind projects greater than 25MW constitutes legal error.
- Where secret meetings are held, excluding parties, and Commission by its Order adopts terms, conditions and “Special Conditions” of that private agreement, and amends permit Order, does that constitute legal error, a violation of the Commission’s public participation and public interest mandate of Minn. Stat. §216E.08.
- Where the Commission deletes project specific noise conditions in Permit section 7.4 and gives the project specific “Special Conditions” of section 6, stemming from a private agreement between Applicant and agencies, express precedence over other conditions of the permit, and inserting conditions which delay timing of Applicant’s production until after permit is issued, does that constitute legal error and violation of Minn. R. 7030.0400.
- Where all wind noise modeling provided by applicant in the record is based on a 0.0 ground factor assumption, upon which the ALJ Recommended the permit be denied due to failure to demonstrate compliance, is issuing a site permit utilizing 0.5 ground factor, where there is no modeling provided by applicant with 0.5 ground factor, does this constitute an arbitrary and capricious action, unsupported by the record, and legal error?
- Where the Commission relieves applicant of burden of proof and production to demonstrate that it can comply with statutory and regulatory requirements, i.e., noise, shadow flicker, decommissioning, and issues permit for a project and delays proof and production until after permit issued, does that constitute legal error.
- Where permit complaint procedures and enforcement are demonstrably ineffective and burdensome, as reflected in the record, and Commission failed to develop revised complaint procedures and incorporate into permit, and relied on “abnormal level of complaints” to trigger monitoring, does that constitute legal error.
- Where the Commission disregards strong public participation, intervention, and party and public testimony showing substantive issues and that the community does not consent to the project encroaching on the community, is issuance of a site permit arbitrary and capricious and constitutes legal error.

6. Related appeals.

There are no prior or pending appeals in separate actions raising similar issues. At this time it is not known whether any other party will intervene.

In this case, the Commission's decision here appealed is likely not "final." The permit has already been amended once, and an amendment request is anticipated in the immediate future. As above, Xcel Energy has purchased Freeborn Wind and has requested approval of its acquisition from the Public Utilities Commission. The Commission will address the acquisition sometime after the comment period ends July 29, 2019. Xcel Energy has stated in emails and at public and governmental meetings that it will file a petition to amend the site permit "in July," and has publicly announced plans to substitute 32 larger turbines and to file new noise and shadow flicker studies and a modified site plan. A decommissioning plan is also due to be filed. On the closing date of the sale, the seller, Invenergy, filed Notice of Termination of land leases and agreement affecting over 4,451 acres of the 17,435 acres of leased land, significantly altering the site plan of the project from the site plan permitted (see Site Permit, Section 2). AFCL has filed Motion for Order to Show Cause and stay permit until the new siting information is reviewed, vetted, and approved.² Thus, with an amendment forthcoming and these changes in the project over the last month, it is doubtful that Public Utilities Commission's "final" decision in this matter.

AFCL is filing this appeal so as not to miss the statutory window for appeal of the PUC's Amendment Order. It would be prudent to hold this appeal in abeyance and not

² In its Addendum, in addition to PUC Orders, AFCL has included AFCL's letters to Commission with actual notice of planned changes to project, PUC's Notice of Comment Period regarding Xcel/NSPM acquisition of Freeborn Wind, and AFCL's Motion for Order to Show Cause.

waste the court's and others' time and resources pending the Commission's consideration of Xcel Energy/NSPM's pending amendment request. AFCL requests stay of consideration of this Siting Permit appeal until after the Commission addresses Xcel Energy/NSPM's acquisition and the immediately forthcoming site permit amendment request.

7. Contents of record.

There is an extensive record in this proceeding. For the purposes of Rules 115.04, subd. 1 and 110.02, subd. 1(c), Relator provides notice that a separate transcript is not necessary to review the issues on appeal because the transcript has been prepared in this matter, and the original transcript is part of the record, on file with the PUC. These transcripts, and the record, will be transmitted to the Court of Appeals under Rule 111.01 and 115.04.

8. Is oral argument requested? Yes. At another location? No.

9. Identify the type of brief to be filed. Formal brief under [Rule 128.02](#).

10. Names, addresses, zip codes telephone numbers and emails of attorneys:

Relator - Association of Freeborn County Landowners' Counsel – as below

Attorney for Minnesota Public Utilities Commission:

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Thomas E. Bailey, General Counsel
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Other Party:

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July 30, 2019



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ATTORNEY FOR ASSOCIATION OF
FREEBORN COUNTY LANDOWNERS

**STATE OF MINNESOTA
IN COURT OF APPEALS**

**ADDENDUM TO PETITION
WRIT OF CERTIORARI**

**In the Matter of the Application of
Freeborn Wind Energy, LLC for a
Large Wind Energy Conversion System
Site Permit for the 84 MW Freeborn
Wind Farm in Freeborn County**

Court of Appeals Case No. _____

**PUC Docket No. IP6946/WS-17-410
OAH Docket No. 80-2500-34633**

**Association of Freeborn County Landowners,
Relators,**

vs.

**Minnesota Public Utilities Commission,
Respondent.**

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Association of Freeborn County Landowners Motion for Order to Show Cause, July 18, 2019	Add. p. 58

ADDENDUM – 1

Public Utilities Commission July 2, 2019 Order Denying Reconsideration

BEFORE THE MINNESOTA PUBLIC UTILITIES COMMISSION

Katie J. Sieben
Dan Lipschultz
Valerie Means
Matthew Schuerger
John A. Tuma

Chair
Commissioner
Commissioner
Commissioner
Commissioner

In the Matter of Freeborn Wind Energy
LLC's Application for a Large Wind Energy
Conversion System Site Permit for the 84
MW Freeborn Wind Farm in Freeborn
County

ISSUE DATE: July 2, 2019

DOCKET NO. IP-6946/WS-17-410

ORDER DENYING
RECONSIDERATION

PROCEDURAL HISTORY

On December 19, 2018, the Commission issued its Order Issuing Site Permit and Taking Other Action, granting Freeborn Wind Energy LLC (Freeborn Wind) a permit to erect a collection of wind turbines and related facilities in Freeborn County.

By January 9, 2019, the Commission had received petitions for reconsideration from the Association of Freeborn County Landowners (AFCL), among others.

On May 10, 2019, the Commission issued its Order Amending Site Permit.

On May 30, 2019, the AFCL petitioned for reconsideration of the May 10 order.

On June 5, 2019, Freeborn Wind filed its response opposing the petition for reconsideration.

On July 1, 2019, the Commission met to consider the matter. By that date the Commission had received five additional filings from AFCL, including requests to defer action on this matter.

FINDINGS AND CONCLUSIONS

The Commission has reviewed the entire record and the arguments of all parties.

Based upon this review, the Commission finds that the petition does not raise new issues, does not point to new and relevant evidence, does not expose errors or ambiguities in the May 10, 2019 order, and does not otherwise persuade the Commission that it should rethink the decisions set forth in its order. The Commission concludes that its decision is consistent with the facts, the law, and the public interest, and will therefore deny the petition for reconsideration.

The Commission will so order.

ORDER

1. The motion for reconsideration is denied.
2. This order shall become effective immediately.

BY ORDER OF THE COMMISSION

Daniel P. Wolf
Executive Secretary



This document can be made available in alternative formats (e.g., large print or audio) by calling 651.296.0406 (voice). Persons with hearing loss or speech disabilities may call us through their preferred Telecommunications Relay Service or email consumer.puc@state.mn.us for assistance.

ADDENDUM – 2

Public Utilities Commission May 10, 2019 Order Amending Permit

BEFORE THE MINNESOTA PUBLIC UTILITIES COMMISSION

Katie J. Sieben
Dan Lipschultz
Valerie Means
Matthew Schuerger
John A. Tuma

Chair
Commissioner
Commissioner
Commissioner
Commissioner

In the Matter of Freeborn Wind Energy
LLC's Application for a Large Wind Energy
Conversion System Site Permit for the 84
MW Freeborn Wind Farm in Freeborn
County

ISSUE DATE: May 10, 2019

DOCKET NO. IP-6946/WS-17-410

ORDER AMENDING SITE PERMIT

PROCEDURAL HISTORY

On December 19, 2018, the Commission issued its Order Issuing Site Permit and Taking Other Action (Site Permit Order), granting Freeborn Wind Energy LLC (Freeborn Wind or the Company) a permit to erect a collection of wind turbines and related facilities (a wind farm) in Freeborn County (the Project). In support of its decision, the Commission adopted with modifications the findings, conclusions, and recommendation prepared by an Administrative Law Judge (ALJ).

By January 9, 2019, the Commission had received petitions for reconsideration or clarification from the Association of Freeborn County Landowners (AFCL), Freeborn Wind, Sean and Heidi Gaston, Dorene Hansen, Sue Madson, and Allie Olson. The Commission had also received letters from State Senator Dan Sparks and State Representative Peggy Bennett. Among other topics, commenters raised concerns about provisions in the site permit—and in particular, about Section 7.4 and its subsections, addressing compliance with state noise standards.

On January 18, 2019, the Minnesota Department of Commerce (Department) filed comments and recommendations. In addition, Freeborn Wind filed answers to the petitions for reconsideration, and a motion to strike portions of AFCL's petition as untimely and unsupported by the record.

On January 28, 2019, AFCL filed a response to Freeborn Wind's motion to strike.

By February 14, 2019, the Department had filed revised comments, and AFCL had filed a motion to remand the docket to the Minnesota Office of Administrative Hearings for further proceedings.

On February 26, 2019, the Commission granted rehearing, and granted parties 14 days to provide rationales in support of their proposed changes to the site permit and to propose further revisions to Section 7.4.

On February 27, 2019, Freeborn Wind filed its response to AFCL's motion to remand.

On March 4, 2019, Freeborn Wind filed comments, including an attachment delineating proposed changes to the site permit.

By March 22, 2019, the Commission had received additional filings from AFCL, the Department, and Freeborn Wind.

On March 25, 2019, the Commission's staff filed briefing papers in this docket.

On March 26, 2019, AFLC filed objections to the briefing papers.

On April 1, 2019, the Commission met to consider the matter.

FINDINGS AND CONCLUSIONS

I. Summary

In this order, the Commission declines to act on the parties' motions. Instead, on its own motion, the Commission reconsiders its Site Permit Order and makes corrections in the permit language as recommended by the Department and Freeborn Wind.

II. Positions of the Parties and Commenters

A. Commenters

Commenters raised concerns about a variety of matters, including the permit's site layout and setbacks, turbine noise, shadow flicker, decommissioning, and enforcement.

B. AFCL

AFCL raised a number of objections to the Commission's Site Permit Order, including the following allegations:

- The Department met privately with Freeborn Wind and the Minnesota Pollution Control Agency (MPCA) in violation of Minn. R. 7845.0400.
- The Commission declined to require Freeborn Wind to build its turbines set back at least 1,500 feet from any landowner who has not consented to the Project, as recommended by the ALJ.
- The Commission authorized Freeborn Wind to model its compliance with noise standards based on a 0.5 ground factor rather than the 0.0 ground factor that the Company had used in its application (where a higher factor means a greater tendency to absorb sound).
- The permit provides for Freeborn Wind and the Department to collaborate in developing a methodology for measuring noise arising from the project, rather than directing Freeborn Wind to use a methodology developed in the context of other wind farms.

- Freeborn Wind and the Commission have relied on the MPCA’s 2015 “A Guide to Noise Control in Minnesota; Acoustical Properties, Measurement, Analysis and Regulation” (2015 MPCA Guide), when no party had filed that document into the record.
- The address that Freeborn Wind provided for receiving complaints led to an unoccupied office.
- The Commission granted the site permit notwithstanding the claim that “[t]he community does not consent to the project.”¹

In relief, AFCL asked the Commission to strike various filings from the record, reconsider its Site Permit Order, suspend the site permit, and remand the matter to the Administrative Law Judge for additional record development.

C. Freeborn Wind

Freeborn Wind asked the Commission to deny AFCL’s petitions for relief. The Company also proposed a variety of changes to the permit, summarized below.

- Section 2.0 (Project Description)—Freeborn Wind proposed modifying this section to clarify the wind farm’s generating capacity in Iowa.
- Section 4.9 (Wind Turbine Towers)—Freeborn Wind proposed subdividing the discussion of restrictions related to setbacks and site layout to establish a heading for the discussion of wind turbine towers, and to re-number to subsequent headings accordingly.
- Section 6.2 (Post-Construction Noise Monitoring)—Freeborn Wind proposed correcting an error to substitute the word “monitoring” for “modeling.”
- Section 6.3. (Over-the-Air Television Interference Notice Requirements)—To better conform the language of the permit to the Commission’s order, Freeborn Wind proposed adding a subdivision summarizing the Commission’s requirement that the developer provide certain types of notice related to the risk that wind turbines may interfere with over-the-air television transmissions.
- Section 7.4. (Noise Studies)—Noting that Sections 6.1 and 6.2 already address pre- and post-construction noise regulation, Freeborn Wind proposed omitting much of the language at 7.4.1 and 7.4.2 which address the same topic, and instead restoring Section 7.4 from the Commission’s Draft Site Permit (January 30, 2018).

¹ AFCL Motion for Reconsideration, at 18 (January 8, 2019).

- Section 7.5.1 (Avian and Bat Protection Plan)—While the site permit directs Freeborn Wind to comply with an Avian and Bat Protection Plan filed in 2017, Freeborn Wind proposes to substitute a later version approved by the Minnesota Department of Natural Resources (MDNR).
- Complaint Handling Procedures—Freeborn Wind proposed changing the people designated to receive complaints—and, in particular, to identify Northern States Power Company d/b/a Xcel Energy (Xcel) as the party that will be responsible for the project once construction begins.
- Table of Contents—Freeborn Wind proposed revising the table of contents to reflect the changes listed above.

D. Department

The Department expressed no objection to Freeborn Wind’s proposed changes to the permit—with one proviso. The Department recommended adding language to Section 7.4 to clarify the relationship between the Department, Freeborn Wind, and the independent consultant that would be hired to develop and conduct the study of the Project’s noise during operations, as follows:

The noise study methodology shall be developed by, and the noise monitoring shall be conducted by, an independent consultant approved by the Department of Commerce at Freeborn Wind’s expense.

With this addition, the Department concluded that revised Section 7.4 would provide clear and enforceable language that would help ensure that the necessary noise monitoring is performed and filed.

III. Commission Action

A. Motions

AFCL and Freeborn Wind each filed motions to exclude portions of the other party’s filings from the record, and AFCL moved to remand this matter to the ALJ for further record development. The Commission finds that the record is well developed already, and that the Commission can take each party’s concerns into account when evaluating the appropriate weight to give to the filings. Accordingly the Commission will decline to grant the motions to strike or to refer for further proceeding.

B. Ex Parte Meetings

AFCL objects to the fact that the Department met with Freeborn Wind and the MPCA outside the presence of AFCL. AFCL cited Minn. R. 7845.0400 for the proposition that such meetings violated the Commission’s rule requiring Commission employees to avoid actions that might

result in the appearance of impropriety, and the rule limiting *ex parte* communications during contested cases.²

By its terms, the rules applying to the propriety of Commission employees and *ex parte* communications apply to Commissioners and employees of the Commission.³ The rules do not constrain any party or participant—not the Department, not AFCL—from convening meetings, including meetings with other parties, participants, or government agencies, *except* where those meetings would include a Commissioner or employee of the Commission. The record provides no basis for applying Minn. R. 7845.0400 or 7845.7400 to any meeting or meetings between the Department, Freeborn Wind, and/or the MPCA.⁴

C. Noise

1. Introduction

The Commission initially issued a draft Site Permit on January 30, 2018. On September 19, 2018, Freeborn Wind offered its Late Filed Proposed Special Conditions Related to Noise, reflecting permit language agreed to by the Company, the Department, and MPCA. At its September 20, 2018 meeting, the Commission combined the language from the draft Site Permit with language from other sources and incorporated them into Permit Sections 4.3, 6.1, 6.2, 7.4.1, and 7.4.2.⁵ This language prompted requests for reconsideration or clarification from AFCL, Freeborn Wind, and other commenters. At the Commission’s February 15, 2019 meeting, the Commission invited comments specifically about how to reconcile the permit’s terms regulating noise,⁶ and subsequently received comments from AFCL, Freeborn Wind, and the Department.

The Commission finds that Freeborn Wind’s proposed changes to the Permit’s provisions governing noise are reasonable. This proposal would retain the Draft Site Permit’s Section 4.3, correct a typographical error in Section 6.2, and restore the draft Site Permit’s Section 7.4 (replacing Sections 7.4.1 and 7.4.2). In addition, the Commission finds that the Department’s proposed language—clarifying that the consultant that will develop and conduct the noise monitoring must meet with the Department’s approval—is also reasonable. Accordingly the Commission will adopt all these changes.

² AFCL Response to Freeborn Wind Energy LLC’s Request for Clarification/Motion for Reconsideration, at 2 (January 18, 2019).

³ Minn. R. 7845.0400, subp. 2; *see also* Minn. R. 7845.7000 and .7400.

⁴ *See also* Minn. Stat. § 216A.037, subd. 3 (“[T]he commission shall adopt rules prescribing a code of conduct for commissioners and employees of the commission.”).

⁵ Site Permit Order, Attachment 2 (Site Permit).

⁶ Order Continuing Proceedings, Tolling Deadline and Soliciting Comments (February 26, 2019).

2. Distinguishing background noise

AFCL objected that the Commission lacked record support to adopt Sections 6.1 (Pre-Construction Noises Modeling) and 6.2 (Post-Construction Noise Monitoring). These sections limit turbine noise to no more than 47 A-weighted decibels (that is, decibels measured in a manner that reflects the sensitivities of the human ear) for 50 percent of the time during a one-hour testing period (denoted 47 dB(A) L₅₀-one hour).⁷

The Commission's decision is well grounded in the record. According to Freeborn Wind's application, the Company's noise models demonstrated that the Project would meet the state noise standards:

[T]hrough the careful placement of turbines and the selective use of the quieter V110 turbines, *noise levels are approximately 47 dB(A) or less at all non-participating residences*. It should be noted that the noise levels shown in Figure 8 and listed in Table 8.3-4 are the maximum that are ever expected to occur. Noise levels will be less than those shown when the turbines are not operating near full capacity, are off, or when atmospheric conditions are less conducive to sound propagation.⁸

In support of its application, Freeborn Wind's Dr. Mark Roberts filed testimony including a document identifying other jurisdictions that had adopted a noise standard of 47 dB(A).⁹

But more generally, limiting the Project's noise to no more than 47 dB has the desired effect of ensuring that the Project would never contribute more than a barely perceptible amount of noise in an environment with background noise of 47 dB or more. This conclusion results from two facts. First, outside of laboratory conditions, most people cannot perceive a noise increase of less

⁷ AFCL also objected that Freeborn Wind's proposed language for Sections 6.1 and 6.2 would use a 47 dB(A) limit rather than the 45 dB(A) limit set forth in the Site Permit issued by the Commission. While this claim is accurate, the 45 dB(A) limit reflected a typographical error; the Commission approved a noise limit of 47 dB(A). See Minutes—September 20, 2018 Agenda Meeting, at 3 (April 12, 2019).

⁸ Ex. FR-1 (Freeborn Wind Site Permit application) at 34 (emphasis added).

⁹ Ex. FR-6 (Roberts Direct), Sch 22 (Report on Health Impacts of Wind Turbines), at 44 (citing, for example, the Netherlands) (December 22, 2017).

than 3 dB(A).¹⁰ Second, noise combines logarithmically, such that a doubling of noise results in an increase of only 3 dB.¹¹

Thus, adding a 47 dB wind farm to an environment with 47 dB of background noise would increase aggregate noise levels to no more than 50 dB. If background noise levels increase from that point, a 47 dB windfarm's contribution to the total would be less than 3 dB; if background noise levels decrease from that point, then the windfarm's contribution would be more than 3 dB—but not enough to cause aggregate noise levels to exceed 50 dB. In support of this analysis, Freeborn Wind cited the testimony of Mike Hankard and the MPCA's 2015 "A Guide to Noise Control in Minnesota; Acoustical Properties, Measurement, Analysis and Regulation" (2015 MPCA Guide), among other things.¹²

AFCL objected to Freeborn Wind relying on the 2015 MPCA Guide, arguing that the document was not in the record. Freeborn Wind incorporated the 2015 MPCA Guide into its initial application by reference.¹³ The Commission may consider documentary evidence that is incorporated by reference to be part of the record.¹⁴ Because the 2015 MPCA Guide is a public document published by a state agency for the purpose of implementing state noise standards, and was incorporated by reference into a document in the record, the Commission considers the Guide to be part of the record, too.¹⁵

3. Ground factor

In addition, AFCL objected that the Commission authorized Freeborn Wind to model noise from the Project based on a 0.5 ground factor, rather than the 0.0 factor discussed in much of the record. The Commission finds no merit to this objection.

Freeborn Wind boasted that its project would meet noise standards even under the "very

¹⁰ *Id.*, Sch. 22 at 28 ("Human subjects under normal conditions, and for sounds of a similar temporal and spectral nature, are generally only capable of noticing changes in noise levels of no less than 3 dB(A)."); Sch. 25 (Analysis of the Research on the Health Effects from Wind Turbines, including Effects from Noise) at 6 ("[A] 3 dB increase correlates to a doubling in objective sound energy levels, but is considered the threshold of perceivable difference in sound levels."); Sch. 26 (Strategic Health Impact Assessment on Wind Energy Development in Oregon) at 12, 32, 57; Tr. Vol. 1B at 115 (Hankard); Site Permit Order, Attachment 1 (Modifications to the ALJ Report), Finding 197.

¹¹ Tr. Vol. 1B at 65 (Hankard).

¹² MPCA 2015 Noise Guide at 11 (Nov. 2015) available at <https://www.pca.state.mn.us/sites/default/files/p-gen6-01.pdf>. Ex. FR-1 (Freeborn Wind Site Permit application), Appendix B (Pre-Construction Noise Analysis); Ex. FR-5 (Hankard Direct); Ex. FR-18 (Aff. of Mike Hankard and Noise Tables); Evid. Hr'g Trans. Vol 1B (February 21, 2018) at 114-115 (Hankard); Freeborn Wind's Late-Filed Proposed Special Conditions Related to Noise (September 19, 2018); Freeborn Wind handout "Special Condition—Example" (October 3, 2018).

¹³ Ex. FR-1 (Freeborn Wind Site Permit application), Appendix B (Pre-Construction Noise Analysis) at 2.

¹⁴ Minn. Stat. § 14.60, subp. 2.

¹⁵ *See* Site Permit Order, Attachment 1 (Modifications to the ALJ Report), Finding 207A.

conservative” assumptions of a 0.0 ground factor and that all homes being modeled would be downwind of the turbines. When the ALJ found that the record did not support Freeborn Wind’s claim, the Company abandoned its needlessly stringent argument and switched to arguing that the Project would meet the noise standards under the more realistic assumption of a 0.5 ground factor. As Freeborn Wind explained in its application:

A ground factor of 0.0 represents a completely reflective surface such as pavement, which would result in a higher level of sound reaching a receiver. A ground factor of 1.0 represents absorptive ground such as thick grass or fresh snow, resulting in a lower level of sound reaching the receiver. For this Project, a ground factor of 0.0 (completely reflective) was used to be conservative. *Actual ground conditions* could, at rare times, be 0.0 when the ground is completely frozen and bare, but *would generally be closer to 0.5 when the ground is covered with vegetation or is bare and unfrozen.*¹⁶

The Commission never understood Freeborn Wind to argue that the ground factor *would* be 0.0. Rather, the Commission understood the Company to offer its analysis with a 0.0 ground factor to demonstrate that its Project would cross any regulatory hurdle with room to spare. Freeborn Wind now argues that the Project will merely comply with the noise standard. Because the noise standard requires compliance, not “room to spare,” the Commission finds no fault with Freeborn Wind’s position. The Commission finds that the Company has fulfilled its regulatory obligations.

4. World Health Organization study

AFCL argued that the Commission should reconsider its decision based on the Environmental Noise Guidelines issued by the World Health Organization.¹⁷

However, the text of the portion of the study filed by AFCL states that the WHO’s recommendations are “conditional” and based on low-quality studies with no association, or

¹⁶ Ex. FR-1 (Freeborn Wind Site Permit application), Appendix B (Pre-Construction Noise Analysis) at 12 (emphasis added). *See also* EERA-9 (Department’s 2012 Guidance for Large Wind Energy Conversion System Noise Study Protocol and Report), including Appendix B which references, among other documents, the National Association of Regulatory Utility Commissioners’ *Assessing Sound Emissions from Proposed Wind Farms and Measuring the Performance of Completed Projects*, October 2011 (“Assume a ground absorption coefficient (Ag from ISO 9613-2) appropriate to the site area (a moderate value of 0.5 generally works well as an annual average for rural farmland, although higher values specifically for farm fields during summer conditions may be appropriate. A value of 0 (100% reflective ground) is likely to produce highly conservative results.”).

¹⁷ AFCL Petition for Reconsideration, Ex. G.

statistically insignificant association, with public health outcomes.¹⁸ Accordingly the Commission will decline to reconsider its decision on this basis.

5. Low-Frequency Noise and Infrasound

Commentors objected to the Commission's failure to establish conditions on low frequency noise and/or infrasound.

The Commission considered this matter in its Site Permit Order and concluded that there was insufficient basis to include any specific conditions in the Site Permit related to low-frequency noise/infrasound. The MPCA has established no standard explicitly limiting infrasound. Because wind turbine noise has a relatively consistent spectral shape, once any part of the spectrum of sound is limited, this effectively limits the rest of the spectrum.¹⁹

6. Noise Studies

Finally, AFCL objected that Section 7.4 (with language proposed by the Department) requires Freeborn Wind to work with the Department in developing a study to measure noise coming from the Project after it is in operation. AFCL argued that this process is unnecessary as the Department has already developed such studies for purposes of evaluating other wind farms. In support of this argument, AFCL cites prior wind farm projects.²⁰

The Commission acknowledges that the Department has developed some experience in post-construction noise monitoring. Nevertheless, circumstances and the state of technology change with each project. Accordingly the Commission will continue its practice of offering wind farm developers the opportunity of working with the Department in developing a noise-monitoring methodology—just as the Commission did in the prior wind farm dockets that AFCL cites with approval.²¹

D. Setbacks

AFCL and others objected that the Site Permit authorizes Freeborn Wind to erect wind turbines within 1,000 feet of residences, rather than set back 1,500 feet as recommended by the ALJ. AFCL argued that 1,000 feet is arbitrary and may lead to residents experiencing excessive noise from the turbine's operation.

First, the Commission clarifies that the setback standard is not a substitute for the noise standards; Freeborn Wind must comply with both standards. Permit Section 4.2 states that the turbine towers “shall not be located closer than 1,000 feet from all residences *or the distance*

¹⁸ *Id.*, Ex. G at 77–78 and 84–85.

¹⁹ Site Permit Order at 16.

²⁰ *See. e.g., In the Matter of the Site Permit Issued to the Wisconsin Power and Light Company for the Bent Tree Wind Project in Freeborn County, Minnesota*, Docket No. ET-6657/WS-08-573, Order (October 20, 2009).

²¹ *See. e.g., id.*, Site Permit Section III.F.2.

required to comply with the noise standards ..., whichever is greater.” (Emphasis added). Likewise, Section 4.3 states, “The wind turbine towers shall be placed such that the Permittee shall, at all times, comply with noise standards....”

Second, as the Commission explained in its Site Permit Order,²² the ALJ’s finding was based on an erroneous interpretation of the Commission’s Order Establishing General Wind Permit Standards (Wind Standards Order),²³ and ran contrary to the setback requirements the Commission had adopted in other wind farm siting dockets.²⁴ Instead, Freeborn Wind agreed—with one exception, related to a wetland²⁵—to set back its turbines in the manner prescribed by the county’s ordinances.²⁶ Ultimately the Commission found that Freeborn Wind and the Department provided the most reasonable assessment of the appropriate trade-offs in establishing a setback requirement.²⁷ Implementing this trade-off provides good cause to deviate from strict adherence to the standard articulated in the County ordinance.²⁸

Likewise, the Commission finds no new arguments for reconsidering its setbacks from public road rights-of-way or designated public trails.²⁹

²² Site Permit Order at 9–10, 18.

²³ *See In the Matter of Establishment of General Permit Standards for the Siting of Wind Generation Projects Less than 25 Megawatts*, Docket No. E,G-999/M-07-1102, Order Establishing General Wind Permit Standards (January 11, 2008).

²⁴ *See In the Matter of the Application of Red Pine Wind Farm, LLC for a Site Permit for the 200.1 Megawatt Red Pine Wind Project in Lincoln County, Minnesota*, Docket No. WS-16-618, Order Issuing Site Permit for Large Wind Energy Conversion System, at Site Permit Section 4.2 (June 27, 2017) (“Wind turbine towers shall not be located closer than 1,000 feet from all residences or the distance required to comply with the noise standards pursuant to Minn. R. 7030.0040 ..., whichever is greater.”); *In the Matter of the Application of Blazing Star Wind Farm, LLC for a Site Permit for the up to 200 Megawatt Blazing Star Wind Project in Lincoln County*, Docket No. WS-16-686, Order Issuing Site Permit for Large Wind Energy Conversion System, at Site Permit Section 4.2 (August 3, 2017); *In the Matter of the Application of Odell Wind Farm, LLC for a Site Permit for a 200 MW Large Wind Energy Conversion System for the Odell Wind Farm in Cottonwood, Jackson, Martin, and Watonwan Counties*, Docket No. WS-13-843, Order Issuing Site Permit. at Site Permit Section 4.2 (July 17, 2014); *In the Matter of the Application of Prairie Rose Wind, LLC for a Site Permit for a 200 Megawatt Large Wind Energy Conversion System in Rock and Pipestone Counties*, Docket No. WS-10-425, Order Approving Findings of Fact and Issuing Permit, at Site Permit Section 4.2 (September 16, 2011).

²⁵ Ex. FR-1 (Freeborn Wind Site Permit application) at 6.

²⁶ Freeborn County Ordinance § 26-51.

²⁷ *See, e.g.*, Department Comments at 13–15 (December 5, 2017).

²⁸ Minn. Stat. § 216F.081.

²⁹ Site Permit Order at 8–10.

E. Shadow Flicker

The ALJ recommended that Freeborn Wind design its wind farm in a manner that would limit shadow flicker at nearby residences to no more than 27 hours per year, emphasizing the need to err on the side of caution. But Permit Section 7.2 does not require the Company to monitor shadow flicker at any residence unless that location is expected to receive at least 30 hours per year. AFCL argued that this change was arbitrary.

To the contrary, the 30 hour per year standard arose from Freeborn County's own ordinance.³⁰ Given that Freeborn Wind has committed to using software designed to shut down any turbine that would cause a home to experience more than 30 hours of shadow flicker per year,³¹ the Commission found no support for adopting a 27 hour standard.³² That said, if the Project generates an abnormal level of complaints, Section 7.2 also provides that the Commission may require shadow flicker monitoring at any time throughout the life of the permit.

F. Decommissioning

AFCL and others objected that the Commission found Freeborn Wind's siting application complete even though the application lacked a decommissioning plan, and argued that the Site Permit's remedial decommissioning terms were insufficient.

The Commission finds no new information or argument in these objections. The Commission acknowledged its error in finding the application substantially complete without a decommissioning plan, but noted that parties had the authority to request the relevant information via discovery. Moreover, the Commission quadrupled the period for reviewing the plan before the pre-operation meeting, and required Freeborn Wind to send copies to the local zoning authorities. Finally, the Commission required that Freeborn Wind identify all surety and financial securities established for decommissioning and site restoration, and demonstrate that it will have the necessary resources to decommission the project.³³

With these remedial measures, the Commission finds no need to reconsider its findings regarding decommissioning.

G. Property Values

A commenter argued that the record contained insufficient evidence regarding the consequences of wind farms on the value of adjacent properties.

³⁰ Freeborn County Ordinance § 26-56.

³¹ See Tr. Vol. 1A at 33 (Litchfield); Ex. FR-1 at 40 (Application) and Ex. AFCL-19 at 2 (Freeborn Wind Response to AFCL IR No. 7).

³² Site Permit Order at 21–22.

³³ *Id.* at 28; Site Permit Section 11.1.

The Commission considered this matter and concurred with the ALJ that the preponderance of the evidence did not demonstrate that wind farms reduced property values.³⁴ The Commission finds no basis to reconsider that decision.

H. Interference with Over-the-Air Signals

A commenter expressed concern that wind turbines would interfere with over-the-air television signals.

The Commission addressed this matter in its Site Permit Order, and adopted specific Site Permit conditions related to this matter.³⁵ The Commission finds no basis to reconsider that decision.

I. Freeborn Wind Complaint Procedures

AFCL objected that the address that Freeborn Wind provided for receiving complaints led to an unoccupied office.

The Commission finds merit in this objection. Accordingly the Commission will, on its own motion, accept Freeborn Wind's proposal to revise and maintain the contact information set forth in the Site Permit, providing a new location for sending complaints to the Company and, significantly, for sending complaints to Xcel once construction is complete. Xcel will then assume responsibility for maintaining this contact information.

J. Enforcement

Various commenters posed questions about how the Permit's terms would be enforced.

In brief, Section 5.2.1 provides for a Field Representative to oversee compliance with permit conditions during construction, and Section 5.2.2 provides for a Site Manager to oversee compliance during operation and decommissioning. Moreover, the Commission retains jurisdiction over the project throughout its life. At Attachment A, the permit provides a process for anyone to file a complaint about the project. Freeborn Wind must file reports monthly—or, in the case of substantial complaints filed under the complaint procedures, by the following business day—regarding the complaints it receives.

Regarding remedies, Section 3.1 states that the final turbine layout may change “to accommodate requests by landowners, local government units, federal and state agency requirements, and unforeseen conditions encountered during the detailed engineering and design process.” Section 12.4 provides for modifying or amending the permit to address any threats to human health or the environment, while Section 4.3 states that “[t]urbine operation shall be modified or turbines shall be removed from service if necessary to comply with ... noise standards.”

More generally, the Commission emphasizes that granting a permit does not give a developer a free hand in erecting and operating its windfarm. To the contrary:

³⁴ ALJ Report, Finding 174.

³⁵ Site Permit Order at 22–26.

- The permit requires Freeborn Wind to comply with the standards of the Minnesota Department of Agriculture; the MDNR; the MPCA; U.S. Army Corps of Engineers; the U.S. Environmental Protection Agency; the U.S. Fish and Wildlife Service; the Federal Aviation Administration; the Federal Communications Commission; the Institute of Electrical and Electronics Engineers, Inc.; the National Electric Safety Code; the North American Electric Reliability Corporation; local and state safety codes; federal, state, county, city, or municipal permits (except where pre-empted); and landowner agreements.
- The permit specifies various circumstances under which Freeborn Wind will not be able to proceed without first securing additional approval from the Commission, the MDNR, the MPCA, the Minnesota State Archeologist, Gopher State One Call, the U.S. Army Corps of Engineers, local units of government, local law enforcement, and affected landowners.
- Finally, the permit requires Freeborn Wind to give various types of notice—not only to the entities and groups listed above, but also to the U.S. Environmental Protection Agency; U.S. Fish and Wildlife Service; Freeborn County Environmental Services Office; emergency responders; Public Safety Answering Points; regional development commission; and county auditor or county environmental office.

In sum, over time the Commission has gained experience in anticipating and addressing a variety of circumstances that may arise, and has incorporated into its draft site permit (and the resulting final permits) the necessary language to address those circumstances.

K. Community Consent

Finally, AFCL objected to the Commission issuing the site permit on the grounds that “[t]he community does not consent to the project.”³⁶

The Commission evaluates applications for a site permit using criteria set forth at Minn. Stat. Ch. 216F; Minn. Stat. § 216E.03, subd. 7; and Minn. R. Ch. 7854.³⁷ Applying these criteria, the Commission finds that the site permit should be granted subject to the conditions discussed herein and in prior orders.³⁸

L. Conclusion

The Commission has reviewed the entire record and the arguments presented in the comments and petitions for reconsideration.

Except as otherwise specified above, the Commission finds that the comments and petitions do not raise new issues, do not point to new and relevant evidence, do not expose errors or ambiguities in the Site Permit Order, and do not otherwise persuade the Commission that it

³⁶ AFCL Motion for Reconsideration, at 18 (January 8, 2019).

³⁷ Site Permit Order at 3–5.

³⁸ *See generally* Site Permit Order.

should rethink the decision set forth in that order. The Commission concludes that its decision is consistent with the facts, the law, and the public interest, and will therefore deny the comments and petitions.

On its own motion, the Commission will modify the Site Permit to incorporate the changes recommended by Freeborn Wind and the Department, as set forth in the attached revised permit.

The Commission will so order.

ORDER

1. The motions of the parties and participants are denied.
2. The Commission, on its own motion, reconsiders its Order Issuing Site Permit and Taking Other Action (December 19, 2018) to make corrections in the permit language.
3. The Commission hereby modifies the Site Permit for a Large Wind Energy Conversion System issued on December 19, 2018, to incorporate all the changes recommended by Freeborn Wind Energy LLC as modified by the Minnesota Department of Commerce, and set forth in the revised Site Permit, attached.
4. This order shall become effective immediately.

BY ORDER OF THE COMMISSION

Daniel P. Wolf
Executive Secretary



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STATE OF MINNESOTA PUBLIC UTILITIES COMMISSION

**SITE PERMIT FOR A
LARGE WIND ENERGY CONVERSION SYSTEM**

**IN
FREEBORN COUNTY**

**ISSUED TO
FREEBORN WIND ENERGY LLC**

PUC DOCKET NO. IP-6946\WS-17-410

In accordance with the requirements of Minnesota Statutes Chapter 216F and Minnesota Rules Chapter 7854, this site permit is hereby issued to:

FREEBORN WIND ENERGY LLC

The Permittee is authorized by this site permit to construct and operate an up to 84 megawatt nameplate capacity Large Wind Energy Conversion System in Freeborn County, Minnesota. The Large Wind Energy Conversion System and associated facilities shall be built within the site identified in this permit and as portrayed on the official site maps, and in compliance with the conditions specified in this permit.

This site permit shall expire 30 years from the date of initial approval, December 19, 2018.

BY ORDER OF THE COMMISSION

Daniel P. Wolf,
Executive Secretary

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ATTACHMENTS

Official Site Permit Maps

Attachment A - Complaint Procedures for Permitted Energy Facilities

Attachment B - Compliance Filing Procedures for Permitted Energy Facilities

1.0 SITE PERMIT

The Minnesota Public Utilities Commission (Commission) hereby issues this site permit to Freeborn Wind Energy LLC (Permittee) pursuant to Minnesota Statutes Chapter 216F and Minnesota Rules Chapter 7854. This permit authorizes the Permittee to construct and operate the Freeborn Wind Farm (Project), an 84 megawatt (MW) nameplate capacity Large Wind Energy Conversion System (LWECS) and associated facilities in Freeborn County. The LWECS and associated facilities shall be built within the site identified in this permit and as identified in the attached official site permit map(s), hereby incorporated into this document.

1.1 Preemption

Pursuant to Minn. Stat. § 216F.07, this permit shall be the sole site approval required for the location, construction, and operation of this project and this permit shall supersede and preempt all zoning, building, and land use rules, regulations, and ordinances adopted by regional, county, local, and special purpose governments.

2.0 PROJECT DESCRIPTION

The Freeborn Wind Farm, when fully constructed and operational will have a nameplate capacity up to 200 MW, of which, 84 MW will be located in Freeborn County, Minnesota and the remaining ~~106~~116 MW will be located in Worth County, Iowa. The Project will consist of 42 2-MW wind turbines, consisting solely of one turbine model or a combination of turbine models, which may include Vestas V110 and Vestas V116 as identified in the Permittee's Site Permit Application.

The project area includes approximately 26,273 acres of land, of which the Project currently holds leases on 17,435 acres. Upon completion, the project site will include no more than 100 acres of land converted to wind turbines and associated facilities approved by this site permit.

2.1 Associated Facilities

Associated facilities for the Project will include access roads, an operations and maintenance (O&M) facility, project substation, permanent meteorological tower and associated weather collection data systems, electrical collection lines, and fiber optic communication lines.

The Project substation will interconnect to the Glenworth Substation with an approximately seven mile long 161 kilovolt (kV) high voltage transmission line (HVTL). The Freeborn Wind Transmission Line Project 161 kV HVTL is under PUC Docket No. IP-6946/TL-17-322, and issuance of the HVTL Route Permit is independent of this site permit process.

2.2 Project Location

The project is located in the following:

County	Township Name	Township	Range	Section
Freeborn	Hayward	102	20	12-15, 22-26, 35, 36
Freeborn	London	101	19	13, 14, 19-24, 27-33
Freeborn	Oakland	102	19	7-9, 16-21
Freeborn	Shell Rock	101	20	1, 2, 8, 11-17, 21-28, 35, 36

3.0 DESIGNATED SITE

The site designated by the Commission for the Freeborn Wind Farm is the site depicted on the official site permit maps attached to this permit. Within the site permit boundary, the Project and associated facilities shall be located on lands for which the permittee has obtained wind rights. Wind rights or easements have been obtained by the Permittee and include approximately 17,435 acres of land under easement and with participation agreements.

3.1 Turbine Layout

The preliminary wind turbine and associated facility layouts are shown on the official site maps attached to this permit. The preliminary layout represents the approximate location of wind turbines and associated facilities within the project boundary and identifies a layout that seeks to minimize the overall potential human and environmental impacts of the project, which were evaluated in the permitting process.

The final layout depicting the location of each wind turbine and associated facility shall be located within the project boundary. The project boundary serves to provide the Permittee with the flexibility to make minor adjustments to the preliminary layout to accommodate requests by landowners, local government units, federal and state agency requirements, and unforeseen conditions encountered during the detailed engineering and design process. Any modification to the location of a wind turbine and associated facility depicted in the preliminary layout shall be done in such a manner to have comparable overall human and environmental impacts and shall be specifically identified in the site plan pursuant to Section 10.3.

4.0 SETBACKS AND SITE LAYOUT RESTRICTIONS

4.1 Wind Access Buffer

Wind turbine towers shall not be placed less than five rotor diameters on the prevailing wind directions and three rotor diameters on the non-prevailing wind directions from the perimeter of the property where the Permittee does not hold the wind rights, without the approval of the Commission. This section does not apply to public roads and trails.

4.2 Residences

Wind turbine towers shall not be located closer than 1,000 feet from all residences or the distance required to comply with the noise standards pursuant to Minn. R. 7030.0040, established by the Minnesota Pollution Control Agency, whichever is greater.

4.3 Noise

The wind turbine towers shall be placed such that the Permittee shall, at all times, comply with noise standards established by the Minnesota Pollution Control Agency as of the date of this permit and at all appropriate locations. The noise standards are found in Minnesota Rules Chapter 7030. Turbine operation shall be modified or turbines shall be removed from service if necessary to comply with these noise standards. The Permittee or its contractor may install and operate turbines as close as the minimum setback required in this permit, but in all cases shall comply with Minnesota Pollution Control Agency noise standards. The Permittee shall be required to comply with this condition with respect to all homes or other receptors in place as of the time of construction, but not with respect to such receptors built after construction of the towers.

4.4 Roads

Wind turbines and meteorological towers shall not be located closer than 250 feet from the edge of the nearest public road right-of-way and the nearest designated public trail.

4.5 Public Lands

Wind turbines and associated facilities including foundations, access roads, underground cable, and transformers, shall not be located in publicly-owned lands that have been designated for recreational or conservation purposes, including, but not limited to, Waterfowl Production Areas, State Wildlife Management Areas, Scientific and Natural Areas or county parks, except in the event that the public entity owning those lands enters into a land lease and easement with the Permittee. Wind turbine towers shall also comply with the setbacks of Section 4.1.

4.6 Wetlands

Wind turbines and associated facilities including foundations, access roads, underground cable and transformers, shall not be placed in public waters wetlands, as shown on the public water inventory maps prescribed by Minnesota Statutes Chapter 103G, except that electric collector or feeder lines may cross or be placed in public waters or public waters wetlands subject to permits and approvals by the Minnesota Department of Natural Resources and the United States Army Corps of Engineers, and local units of government as implementers of the Minnesota Wetlands Conservation Act.

4.7 Native Prairie

Wind turbines and associated facilities including foundations, access roads, collector and feeder lines, underground cable, and transformers shall not be placed in native prairie, as defined in Minn. Stat. § 84.02, subd. 5, unless addressed in a prairie protection and management plan and shall not be located in areas enrolled in the Native Prairie Bank Program. Construction activities, as defined in Minn. Stat. § 216E.01, shall not impact native prairie unless addressed in a prairie protection and management plan.

The Permittee shall prepare a prairie protection and management plan in consultation with the Minnesota Department of Natural Resources if native prairie, as defined in Minn. Stat. § 84.02, subd. 5, is identified within the site boundaries. The Permittee shall file the plan 30 days prior to submitting the site plan required by Section 10.3 of this permit. The plan shall address steps that will be taken to avoid impacts to native prairie and mitigation to unavoidable impacts to native prairie by restoration or management of other native prairie areas that are in degraded condition, by conveyance of conservation easements, or by other means agreed to by the Permittee, the Minnesota Department of Natural Resources, and the Commission.

4.8 Sand and Gravel Operations

Wind turbines and all associated facilities, including foundations, access roads, underground cable, and transformers shall not be located within active sand and gravel operations, unless otherwise negotiated with the landowner Wind Turbine Towers.

4.9 Wind Turbine Towers

Structures for wind turbines shall be self-supporting tubular towers. The towers may be up to 80 meters (262.5 feet) above grade measured at hub height.

4.9.10 Turbine Spacing

The turbine towers shall be constructed within the site boundary as shown in the official site maps. The turbine towers shall be spaced no closer than three rotor diameters in the non-

diameters on the prevailing wind directions. If required during final micro-siting of the turbine towers to account for topographic conditions, up to 20 percent of the towers may be sited closer than the above spacing but the Permittee shall minimize the need to site the turbine towers closer.

4.104.11 Meteorological Towers

Permanent towers for meteorological equipment shall be free standing. Permanent meteorological towers shall not be placed less than 250 feet from the edge of the nearest public road right-of-way and from the boundary of the Permittee's site control, or in compliance with the county ordinance regulating meteorological towers in the county the tower is built, whichever is more restrictive. Meteorological towers shall be placed on property the Permittee holds the wind or other development rights.

Meteorological towers shall be marked as required by the Federal Aviation Administration. There shall be no lights on the meteorological towers other than what is required by the Federal Aviation Administration. This restriction shall not apply to infrared heating devices used to protect the wind monitoring equipment.

All meteorological towers shall be fitted with the necessary equipment to deploy/attach acoustic recording devices to monitor wildlife activity.

4.114.12 Aviation

The Permittee shall not place wind turbines or associated facilities in a location that could create an obstruction to navigable airspace of public and private airports (as defined in Minn. R. 8800.0100, subp. 24(a) and 24(b)) in Minnesota, adjacent states, or provinces. The Permittee shall apply the minimum obstruction clearance for private airports pursuant to Minn. R. 8800.1900, subp. 5. Setbacks or other limitations shall be followed in accordance with the Minnesota Department of Transportation, Department of Aviation, and the Federal Aviation Administration. The Permittee shall notify owners of all known airports within six miles of the project prior to construction.

4.13 Footprint Minimization

The Permittee shall design and construct the LWECs so as to minimize the amount of land that is impacted by the LWECs. Associated facilities in the vicinity of turbines such as electrical/electronic boxes, transformers, and monitoring systems shall, to the greatest extent feasible, be mounted on the foundations used for turbine towers or inside the towers unless otherwise negotiated with the affected landowner.

5.0 GENERAL CONDITIONS

The Permittee shall comply with the following conditions during construction and operation of the LWECS and associated facilities over the life of this permit.

5.1 Notification

Within 14 days of permit issuance, the Permittee shall send a copy of the permit and the complaint procedures to any regional development commission, county auditor and environmental office, and city and township clerk in which any part of the site is located. Within 30 days of permit issuance, the Permittee shall provide all affected landowners with a copy of this permit and the complaint procedures. In no case shall the landowner receive this site permit and complaint procedures less than five days prior to the start of construction on their property. The Permittee shall contact landowners prior to entering the property or conducting maintenance within the site, unless otherwise negotiated with the affected landowner.

5.2 Construction and Operation Practices

The Permittee shall comply with the construction practices, operation and maintenance practices, and material specifications described in the Freeborn Wind Farm Site Permit Application for a LWECS filed with the Commission on June 15, 2107, and the record of the proceedings unless this permit establishes a different requirement in which case this permit shall prevail.

5.2.1 Field Representative

The Permittee shall designate a field representative responsible for overseeing compliance with the conditions of this permit during construction of the project. This person shall be accessible by telephone or other means during normal business hours throughout site preparation, construction, cleanup, and restoration.

The Permittee shall file with the Commission the name, address, email, phone number, and emergency phone number of the field representative 14 days prior to commencing construction. The Permittee shall provide the field representative's contact information to affected landowners, residents, local government units and other interested persons 14 days prior to commencing construction. The Permittee may change the field representative at any time upon notice to the Commission, affected landowners, residents, local government units and other interested persons.

5.2.2 Site Manager

The Permittee shall designate a site manager responsible for overseeing compliance with the conditions of this permit during the commercial operation and decommissioning phases of the

project. This person shall be accessible by telephone or other means during normal business hours for the life of this permit.

The Permittee shall file with the Commission the name, address, email, phone number, and emergency phone number of the site manager 14 days prior to commercial operation of the facility. The Permittee shall provide the site manager's contact information to affected landowners, residents, local government units and other interested persons 14 days prior to commercial operation of the facility. The Permittee may change the site manager at any time upon notice to the Commission, affected landowners, residents, local government units and other interested persons.

5.2.3 Employee Training and Education of Permit Terms and Conditions

The Permittee shall inform all employees, contractors, and other persons involved in the construction and ongoing operation of the LWECs of the terms and conditions of this permit.

5.2.4 Topsoil Protection

The Permittee shall implement measures to protect and segregate topsoil from subsoil on all lands unless otherwise negotiated with the affected landowner.

5.2.5 Soil Compaction

The Permittee shall implement measures to minimize soil compaction of all lands during all phases of the project's life and shall confine compaction to as small an area as practicable.

5.2.6 Soil Erosion and Sediment Control

The Permittee shall implement those erosion prevention and sediment control practices recommended by the Minnesota Pollution Control Agency Construction Stormwater Program.

If construction of the facility disturbs more than one acre of land, or is sited in an area designated by the Minnesota Pollution Control Agency as having potential for impacts to water resources, the Permittee shall obtain a National Pollutant Discharge Elimination System (NPDES)/State Disposal System (SDS) Construction Stormwater Permit from the Minnesota Pollution Control Agency that provides for the development of a Stormwater Pollution Prevention Plan (SWPPP) that describes methods to control erosion and runoff.

The Permittee shall implement reasonable measures to minimize erosion and sedimentation during construction and shall employ perimeter sediment controls, protect exposed soil by promptly planting, seeding, using erosion control blankets and turf reinforcement mats, stabilizing slopes, protecting storm drain inlets, protecting soil stockpiles, and controlling vehicle tracking. Contours shall be graded as required so that all surfaces provide for proper drainage,

blend with the natural terrain, and are left in a condition that will facilitate re-vegetation and prevent erosion. All areas disturbed during construction of the facilities shall be returned to pre-construction conditions.

5.2.7 Wetlands

Construction in wetland areas shall occur during frozen ground conditions to minimize impacts, to the extent feasible. When construction during winter is not possible, wooden or composite mats shall be used to protect wetland vegetation. Soil excavated from the wetlands and riparian areas shall be contained and managed in accordance with all applicable wetland permits. Wetlands and riparian areas shall be accessed using the shortest route possible in order to minimize travel through wetland areas and prevent unnecessary impacts.

Wetland and water resource areas disturbed by construction activities shall be restored to pre-construction conditions, in accordance with all applicable wetland permits. Restoration of the wetlands will be performed by the Permittee in accordance with the requirements of applicable state and federal permits or laws and landowner agreements.

5.2.8 Vegetation Management

The Permittee shall disturb or clear the project site only to the extent necessary to assure suitable access for construction, safe operation and maintenance of the project. The Permittee shall minimize the number of trees to be removed in selecting the site layout specifically preserving to the maximum extent practicable windbreaks, shelterbelts, living snow fences, and vegetation, to the extent that such actions do not violate sound engineering principles.

5.2.9 Application of Pesticides

The Permittee shall restrict pesticide use to those pesticides and methods of application approved by the Minnesota Department of Agriculture, Minnesota Department of Natural Resources, and the U.S. Environmental Protection Agency. Selective foliage or basal application shall be used when practicable. All pesticides shall be applied in a safe and cautious manner so as not to damage adjacent properties including crops, orchards, tree farms, apiaries, or gardens. The Permittee shall contact the landowner or designee to obtain approval for the use of pesticide at least 14 days prior to any application on their property. The landowner may request that there be no application of pesticides on any part of the site within the landowner's property. The Permittee shall provide notice of pesticide application to affected landowners, and known beekeepers operating apiaries within three miles of the project site at least 14 days prior to such application.

5.2.10 Invasive Species

The Permittee shall employ best management practices to avoid the potential spread of invasive

species on lands disturbed by project construction activities. The Permittee shall develop an Invasive Species Prevention Plan to prevent the introduction and spread of invasive species on lands disturbed by project construction activities and file with the Commission 14 days prior to the pre-construction meeting.

5.2.11 Noxious Weeds

The Permittee shall take all reasonable precautions against the spread of noxious weeds during all phases of construction. When utilizing seed to establish temporary and permanent vegetative cover on exposed soil, the Permittee shall select site appropriate seed certified to be free of noxious weeds. The Permittee shall consult with landowners on the selection and use of seed for replanting. To the extent possible, the Permittee shall use native seed mixes.

5.2.12 Public Roads

At least 14 days prior to the pre-construction meeting, the Permittee shall identify all state, county, or township roads that will be used for the project and shall notify the Commission and the state, county, or township governing body having jurisdiction over the roads to determine if the governmental body needs to inspect the roads prior to use of these roads. Where practical, existing roadways shall be used for all activities associated with the project. Where practical, all-weather roads shall be used to deliver cement, turbines, towers, assembled nacelles, and all other heavy components to and from the turbine sites.

The Permittee shall, prior to the use of such roads, make satisfactory arrangements with the appropriate state, county, or township governmental body having jurisdiction over roads to be used for construction of the project, for maintenance and repair of roads that may be subject to increased impacts due to transportation of equipment and project components. The Permittee shall notify the Commission of such arrangements upon request.

5.2.13 Turbine Access Roads

The Permittee shall construct the least number of turbine access roads necessary to safely and efficiently operate the project and satisfy landowner requests. Access roads shall be low profile roads so that farming equipment can cross them and shall be covered with Class 5 gravel or similar material. Access roads shall not be constructed across streams and drainage ditches without required permits and approvals. When access roads are constructed across streams, drainage ways, or drainage ditches, the access roads shall be designed and constructed in a manner so runoff from the upper portions of the watershed can readily flow to the lower portion of the watershed. Any access roads that are constructed across streams or drainage ditches shall be designed and constructed in a manner that maintains existing fish passage. Access roads that are constructed across grassed waterways, which provide drainage for surface waters that are ephemeral in nature, are not required to maintain or provide fish passage. Access roads shall be

constructed in accordance with all necessary township, county or state road requirements and permits.

5.2.14 Private Roads

The Permittee shall promptly repair private roads or lanes damaged when moving equipment or when obtaining access to the site, unless otherwise negotiated with the affected landowner.

5.2.15 Archaeological and Historic Resources

The Permittee shall make every effort to avoid impacts to identified archaeological and historic resources when constructing the LWECs. In the event that a resource is encountered, the Permittee shall contact and consult with the State Historic Preservation Office and the State Archaeologist. Where feasible, avoidance of the resource is required. Where not feasible, mitigation must include an effort to minimize project impacts on the resource consistent with State Historic Preservation Office and State Archaeologist requirements.

Prior to construction, workers shall be trained about the need to avoid cultural properties, how to identify cultural properties, and procedures to follow if undocumented cultural properties, including gravesites, are found during construction. If human remains are encountered during construction, the Permittee shall immediately halt construction at such location and promptly notify local law enforcement and the State Archaeologist. Construction at such location shall not proceed until authorized by local law enforcement and the State Archaeologist.

5.2.16 Interference

At least 14 days prior to the pre-construction meeting, the Permittee shall submit to the Commission, an assessment of television and radio signal reception, microwave signal patterns, and telecommunications in the project area. The assessment shall be designed to provide data that can be used in the future to determine whether the turbines and associated facilities are the cause of disruption or interference of television or radio reception, microwave patterns, or telecommunications in the event residents should complain about such disruption or interference after the turbines are placed in operation. The Permittee shall be responsible for alleviating any disruption or interference of these services caused by the turbines or any associated facilities.

The Permittee shall not operate the project so as to cause microwave, television, radio, telecommunications, or navigation interference in violation of Federal Communications Commission regulations or other law. In the event the project or its operations cause such interference, the Permittee shall take timely measures necessary to correct the problem.

5.2.17 Livestock Protection

The Permittee shall take precautions to protect livestock during all phases of the project's life.

5.2.18 Fences

The Permittee shall promptly replace or repair all fences and gates removed or damaged during all phases of the project's life unless otherwise negotiated with the affected landowner. When the Permittee installs a gate where electric fences are present, the Permittee shall provide for continuity in the electric fence circuit.

5.2.19 Drainage Tiles

The Permittee shall take into account, avoid, promptly repair or replace all drainage tiles broken or damaged during all phases of project's life unless otherwise negotiated with affected landowner.

5.2.20 Equipment Storage

The Permittee shall not locate temporary equipment staging areas on lands under its control unless negotiated with affected landowner. Temporary equipment staging areas shall not be located in wetlands or native prairie as defined in Sections 4.6 and 4.7.

5.2.21 Restoration

The Permittee shall, as soon as practical following construction of each turbine, restore the areas temporarily affected by construction to the condition that existed immediately before construction began, to the extent possible. The time period to complete restoration may be no longer than 12 months after completion of the construction, unless otherwise negotiated with the affected landowner. Restoration shall be compatible with the safe operation, maintenance and inspection of the project. Within 60 days after completion of all restoration activities, the Permittee shall advise the Commission in writing of the completion of such activities.

5.2.22 Cleanup

All waste and scrap that is the product of construction shall be removed from the site and all premises on which construction activities were conducted and properly disposed of upon completion of each task. Personal litter, including bottles, cans, and paper from construction activities shall be removed on a daily basis.

5.2.23 Pollution and Hazardous Waste

All appropriate precautions to protect against pollution of the environment shall be taken by the Permittee. The Permittee shall be responsible for compliance with all laws applicable to the generation, storage, transportation, clean up and disposal of all wastes generated during construction and restoration of the site.

5.2.24 Damages

The Permittee shall fairly restore or compensate landowners for damage to crops, fences, private roads and lanes, landscaping, drain tile, or other damages sustained during construction.

5.2.25 Public Safety

The Permittee shall provide educational materials to landowners adjacent to the site and, upon request, to interested persons about the project and any restrictions or dangers associated with the project. The Permittee shall also provide any necessary safety measures such as warning signs and gates for traffic control or to restrict public access. The Permittee shall submit the location of all underground facilities, as defined in Minn. Stat. § 216D.01, subd. 11, to Gopher State One Call following the completion of construction at the site.

5.2.26 Tower Identification

All turbine towers shall be marked with a visible identification number.

5.2.27 Federal Aviation Administration Lighting

Towers shall be marked as required by the Federal Aviation Administration. There shall be no lights on the towers other than what is required by the Federal Aviation Administration. This restriction shall not apply to infrared heating devices used to protect the wind monitoring equipment.

5.3 Communication Cables

The Permittee shall place all communication and supervisory control and data acquisition cables underground and within or adjacent to the land necessary for turbine access roads unless otherwise negotiated with the affected landowner.

5.4 Electrical Collector and Feeder Lines

Collector lines that carry electrical power from each individual transformer associated with a wind turbine to an internal project interconnection point shall be buried underground. Collector lines shall be placed within or adjacent to the land necessary for turbine access roads unless otherwise negotiated with the affected landowner.

Feeder lines that carry power from an internal project interconnection point to the project substation or interconnection point on the electrical grid may be overhead or underground. Feeder line locations shall be negotiated with the affected landowner. Any overhead or underground feeder lines that parallel public roads shall be placed within the public rights-of-way or on private land immediately adjacent to public roads. If overhead feeder lines are located

within public rights-of-way, the Permittee shall obtain approval from the governmental unit responsible for the affected right-of-way.

Collector and feeder line locations shall be located in such a manner as to minimize interference with agricultural operations including, but not limited, to existing drainage patterns, drain tile, future tiling plans, and ditches. Safety shields shall be placed on all guy wires associated with overhead feeder lines. The Permittee shall submit the engineering drawings of all collector and feeder lines in the site plan pursuant to Section 10.3.

5.5 Other Requirements

5.5.1 Safety Codes and Design Requirements

The LW ECS and associated facilities shall be designed to meet or exceed all relevant local and state codes, Institute of Electrical and Electronics Engineers, Inc. standards, the National Electric Safety Code, and North American Electric Reliability Corporation requirements. The Permittee shall report to the Commission on compliance with these standards upon request.

5.5.2 Other Permits and Regulations

The Permittee shall comply with all applicable state rules and statutes. The Permittee shall obtain all required permits for the project and comply with the conditions of those permits unless those permits conflict with or are preempted by federal or state permits and regulations. A list of the permits known to be required is included in the permit application. At least 14 days prior to the preconstruction meeting, the Permittee shall submit a filing demonstrating that it has obtained such permits. The Permittee shall provide a copy of any such permit upon Commission request.

The Permittee shall comply with all terms and conditions of permits or licenses issued by the counties, cities, and municipalities affected by the project that do not conflict with or are not preempted by federal or state permits and regulations.

6.0 SPECIAL CONDITIONS

Special conditions shall take precedence over other conditions of this permit should there be a conflict.

6.1 Pre-Construction Noise Modeling

Freeborn Wind Energy LLC shall file a plan, including modeling and/or proposed mitigation, at least 60 days prior to the pre-construction meeting that demonstrates it will not cause or significantly contribute to an exceedance of the MPCA Noise Standards.

To ensure that the turbine-only noise does not cause or significantly contribute to an exceedance of the MPCA Noise Standards, modeled wind turbine-only sound levels (NARUC ISO 9613-2 with 0.5 ground) at receptors shall not exceed 47 dB(A) L50-one hour. Given this, at no time will turbine-only noise levels exceed the MPCA Noise Standards, and when total sound does exceed the limits it will be primarily the result of wind or other non-turbine noise sources. Under these conditions, the contribution of the turbines will be less than 3 dB(A), which is the generally recognized minimum detectable change in environmental noise levels (non-laboratory setting). For example, when nighttime background sound levels are at 50 dB(A) L50-one hour, a maximum turbine-only contribution of 47 dB(A) L50-one hour would result in a non-significant increase in total sound of less than 3 dB(A).

6.2 Post-Construction Noise Monitoring

If the Noise Studies conducted under Section 7.4 document an exceedance of the MPCA Noise Standards where turbine-only noise levels produce more than 47 dB(A) L50-one hour at nearby receptors, then the Permittee shall work with the Department of Commerce to develop a plan to minimize and mitigate turbine-only noise impacts.

6.3 Over-the-Air Television Interference Notice Requirements

Freeborn Wind must provide notice which includes a description of the Project's potential to interfere with OTA TV service, Freeborn Wind's mitigation program, and availability of the Site Permit and Complaint Procedure to households in the following areas:

- All households in "at risk" areas identified for all six local television stations, as identified in Appendix D of the Site Permit Application;
- Each local government office in the communities of Albert Lea, Northwood, Silver Lake, Gordonsville, Glenville, Hayward, and Moscow; and
- Local over-the-air television broadcasters serving the Project area.

7.0 SURVEYS AND REPORTING

7.1 Biological and Natural Resource Inventories

The Permittee, in consultation with the Commission and the Department of Natural Resources, shall design and conduct pre-construction desktop and field inventories of existing wildlife management areas, scientific and natural areas, recreation areas, native prairies and forests, wetlands, and any other biologically sensitive areas within the project site and assess the presence of state- or federally-listed, or threatened, species. The results of the inventories shall be filed with the Commission at least 30 days prior to the pre-construction meeting to confirm compliance of conditions in this permit. The Permittee shall file with the Commission any

biological surveys or studies conducted on this project, including those not required under this permit.

7.2 Shadow Flicker

At least 14 days prior to the pre-construction meeting, the Permittee shall provide data on shadow flicker for each residence of non-participating landowners and participating landowners within and outside of the project boundary potentially subject to turbine shadow flicker exposure. Information shall include the results of modeling used, assumptions made, and the anticipated levels of exposure from turbine shadow flicker for each residence. The Permittee shall provide documentation on its efforts to avoid, minimize, and mitigate shadow flicker exposure. A Shadow Flicker Management Plan will be prepared by the Permittee, which will include the results of any shadow flicker modeling, assumptions made, levels of exposure prior to implementation of planned minimization and mitigation efforts, planned minimization and mitigation efforts, and planned communication and follow up with residence. The Shadow Flicker Management Plan shall be filed with the Commission at least 14 days prior to the pre-construction meeting to confirm compliance with conditions of this permit.

Should shadow flicker modeling identify any residence that will experience in 30 hours, or more, of shadow flicker per year, the Permittee must specifically identify these residences in the Shadow Flicker Management Plan. If through minimization and mitigation efforts identified in the Shadow Flicker Management Plan the Permittee is not able to reduce a residence's anticipated shadow flicker exposure to less than 30 hours per year a shadow flicker detection systems will be utilized during project operations to monitor shadow flicker exposure at the residence. The Shadow Flicker Management Plan will detail the placement and use of any shadow flicker detection systems, how the monitoring data will be used to inform turbine operations, and a detailed plan of when and how turbine operations will be adjusted to mitigate shadow flicker exposure exceeding 30 hours per year at any one receptor. The results of any shadow flicker monitoring and mitigation implementation will be reported by the Permittee in the Annual Project Energy Production Report identified in Section 10.8 of this Permit.

Commission staff and EERA staff will be responsible for the review and approval of the Shadow Flicker Management Plan. The Commission may require the Permittee to conduct shadow flicker monitoring at any time during the life of this Permit.

7.3 Wake Loss Studies

At least 14 days prior to the pre-construction meeting, the Permittee shall file with the Commission the pre-construction micro-siting analysis leading to the final tower locations and an estimate of total project wake losses. As part of the annual report on project energy production required under Section 10.8 of the permit the Permittee shall file with the Commission any

operational wake loss studies conducted on this project during the calendar year preceding the report.

7.4 Noise Studies

The Permittee shall file a proposed methodology for the conduct of a post-construction noise study at least 14 days prior to the pre-construction meeting. The Permittee shall develop the post-construction noise study methodology in consultation with the Department of Commerce. The study must incorporate the most current Department of Commerce Noise Study Protocol to determine the operating LWECS noise levels at different frequencies and at various distances from the turbines at various wind directions and speeds.

The noise study methodology shall be developed by, and the noise monitoring shall be conducted by, an independent consultant approved by the Department of Commerce at Freeborn Wind's expense.

The Permittee must conduct the post-construction noise study and file with the Commission the completed post-construction noise study within 18 months of commencing commercial operation.

7.5 Avian and Bat Protection

7.5.1 Avian and Bat Protection Plan

The Permittee shall comply with the provisions of the Avian and Bat Protection Plan (ABPP), as submitted in Giampoli Rebuttal Schedule 1, filed on January 22, 2018, and revisions resulting from the annual audit of ABPP implementation. The first annual audit and revision will be filed with the Commission 14 days before the preconstruction meeting and revisions should include any updates associated with final construction plans. The ABPP must address steps to be taken to identify and mitigate impacts to avian and bat species during the construction phase and the operation phase of the project. The ABPP shall also include formal and incidental post-construction fatality monitoring, training, wildlife handling, documentation (e.g., photographs), and reporting protocols for each phase of the project.

The Permittee shall, by the 15th of March following each complete or partial calendar year of operation, file with the Commission an annual report detailing findings of its annual audit of ABPP practices. The annual report shall include summarized and raw data of bird and bat fatalities and injuries and shall include bird and bat fatality estimates for the project using agreed upon estimators from the prior calendar year. The annual report shall also identify any deficiencies or recommended changes in the operation of the project or in the ABPP to reduce avian and bat fatalities and shall provide a schedule for implementing the corrective or modified

actions. The Permittee shall provide a copy of the report to the Minnesota Department of Natural Resources and to the U.S. Fish and Wildlife Service at the time of filing with the Commission.

7.5.2 Quarterly Incident Reports

The Permittee shall submit quarterly avian and bat reports to the Commission. Quarterly reports are due by the 15th of January, April, July, and October commencing the day following commercial operation and terminating upon the expiration of this permit. Each report shall identify any dead or injured avian and bat species, location of find by turbine number, and date of find for the reporting period in accordance with the reporting protocols. If a dead or injured avian or bat species is found, the report shall describe the potential cause of the occurrence (if known) and the steps taken to address future occurrences. The Permittee shall provide a copy of the report to the Minnesota Department of Natural Resources and to the U.S. Fish and Wildlife Service at the time of filing with the Commission.

7.5.3 Immediate Incident Reports

The Permittee shall notify the Commission, U.S. Fish and Wildlife Service, and the Minnesota Department of Natural Resources within 24 hours of the discovery of any of the following:

- (a) five or more dead or injured birds or bats within a five day reporting period;
- (b) one or more dead or injured state threatened, endangered, or species of special concern;
- (c) one or more dead or injured federally listed species, including species proposed for listing; or
- (d) one or more dead or injured bald or golden eagle(s).

In the event that one of the four discoveries listed above should be made, the Permittee must file with the Commission within seven days, a compliance report identifying the details of what was discovered, the turbine where the discovery was made, a detailed log of agencies and individuals contacted, and current plans being undertaken to address the issue.

7.5.4 Turbine Operational Curtailment

The Permittee shall operate all facility turbines so that all turbines are locked, or feathered, up to the manufacturer's standard cut-in speed from one-half hour before sunset to one-half hour after sunrise of the following day, from April 1 to October 31 of each year of operation.

All operating turbines at the facility must be equipped with operational software that is capable of allowing for adjustment of turbine cut-in speeds.

7.5.5 Karst Geology Investigations

Should initial geotechnical and soils testing at proposed turbine locations identify areas with karst bedrock within 50 feet or less of the soil surface, which may lead to sinkhole formation, additional geotechnical investigations will be performed to insure the area safe for the construction of a wind turbine.

Additional geotechnical investigations may include the following:

1. A geophysical investigation (electrical resistivity) to explore for voids in the bedrock.
2. Soil/bedrock borings to check and confirm the results of the electrical resistivity survey.
3. A series of electric cone penetrometer (CPT) soundings if the potential for loose zones in the soil overburden are suspected.

The Permittee must file with the Commission, a report for all geotechnical investigations completed. The reports must include methodology, results, and conclusions drawn from the geotechnical investigation.

8.0 AUTHORITY TO CONSTRUCT LWECS

8.1 Wind Rights

At least 14 days prior to the pre-construction meeting, the Permittee shall demonstrate that it has obtained the wind rights and any other rights necessary to construct and operate the project within the boundaries authorized by this permit. Nothing in this permit shall be construed to preclude any other person from seeking a permit to construct a wind energy conversion system in any area within the boundaries of the project covered by this permit if the Permittee does not hold exclusive wind rights for such areas.

8.2 Power Purchase Agreement

In the event the Permittee does not have a power purchase agreement or some other enforceable mechanism for sale of the electricity to be generated by the project at the time this permit is issued, the Permittee shall provide notice to the Commission when it obtains a commitment for purchase of the power. This permit does not authorize construction of the project until the Permittee has obtained a power purchase agreement or some other enforceable mechanism for sale of the electricity to be generated by the project. In the event the Permittee does not obtain a power purchase agreement or some other enforceable mechanism for sale of the electricity to be generated by the project within two years of the issuance of this permit, the Permittee must advise the Commission of the reason for not having such commitment. In such event, the

Commission may determine whether this permit should be amended or revoked. No amendment or revocation of this permit may be undertaken except in accordance with Minn. R. 7854.1300.

8.3 Failure to Commence Construction

If the Permittee has not completed the pre-construction surveys required under this permit and commenced construction of the project within two years of the issuance of this permit, the Permittee must advise the Commission of the reason construction has not commenced. In such event, the Commission shall make a determination as to whether this permit should be amended or revoked. No revocation of this permit may be undertaken except in accordance with applicable statutes and rules, including Minn. R. 7854.1300.

9.0 COMPLAINT PROCEDURES

Prior to the start of construction, the Permittee shall submit to the Commission the procedures that will be used to receive and respond to complaints. The procedures shall be in accordance with the requirements of Minn. R. 7829.1500 or Minn. R. 7829.1700, and as set forth in the Freeborn Wind Farm Docket No. IP-6946\WS-17-410 complaint procedures attached to this permit (Attachment A).

10.0 COMPLIANCE REQUIREMENTS

Failure to timely and properly make compliance filings required by this permit is a failure to comply with the conditions of this permit. Compliance filings must be electronically filed with the Commission. Attachment B to this permit contains a summary of compliance filings, which is provided solely for the convenience of the Permittee. If this permit conflicts, or is not consistent with Attachment B, the conditions in this permit will control.

10.1 Pre-Construction Meeting

Prior to the start of any construction, the Permittee shall participate in a pre-construction meeting with the Department of Commerce and Commission staff to review pre-construction filing requirements, scheduling, and to coordinate monitoring of construction and site restoration activities. Within 14 days following the pre-construction meeting, the Permittee shall file with the Commission, a summary of the topics reviewed and discussed and a list of attendees. The Permittee shall indicate in the filing the construction start date.

10.2 Pre-Operation Meeting

At least 14 days prior to commercial operation of the facility, the Permittee shall participate in a pre-operation meeting with the Department of Commerce and Commission staff to coordinate field monitoring of operation activities for the project. Within 14 days following the pre-

operation meeting, the Permittee shall file with the Commission, a summary of the topics reviewed and discussed and a list of attendees.

10.3 Site Plan

At least 14 days prior to the pre-construction meeting, the Permittee shall provide the Commission, the Department and the Freeborn County Environmental Services Office with a site plan that includes specifications and drawings for site preparation and grading; specifications and locations of all turbines and other structures to be constructed including all electrical equipment, collector and feeder lines, pollution control equipment, fencing, roads, and other associated facilities; and procedures for cleanup and restoration. The documentation shall include maps depicting the site boundary and layout in relation to that approved by this permit. The Permittee shall document, through GIS mapping, compliance with the setbacks and site layout restrictions required by this permit, including compliance with the noise standards pursuant to Minnesota Rules Chapter 7030. At the same time, the Permittee shall notify affected landowners and city and town clerks that the site plan is on file with the Commission and Freeborn County Environmental Services Office. The Permittee may submit a site plan and engineering drawings for only a portion of the project if the Permittee intends to commence construction on certain parts of the project before completing the site plan and engineering drawings for other parts of the project.

The Permittee may not commence construction until the 30 days has expired or until the Commission has advised the Permittee in writing that it has completed its review of the documents and determined that the planned construction is consistent with this permit. If the Permittee intends to make any significant changes to its site plan or the specifications and drawings after submission to the Commission, the Permittee shall notify the Commission, the Department, the Freeborn County Environmental Services Office, city and town clerks, and the affected landowners at least five days before implementing the changes. No changes shall be made that would be in violation of any of the terms of this permit.

In the event that previously unidentified human and environmental conditions are discovered during construction that by law or pursuant to conditions outlined in this permit would preclude the use of that site as a turbine site, the Permittee shall have the right to move or relocate turbine site. Under these circumstances, the Permittee shall notify the Commission, the Department, the Minnesota Pollution Control Agency, the Minnesota Department of Natural Resources, the Freeborn County Environmental Services Office, city and town clerks, and the affected landowners of any turbines that are to be relocated, and provide the previously unidentified environmental conditions and how the movement of the turbine mitigates the human and environmental impact at least five days before implementing the changes. No changes shall be made that would be in violation of any terms of this permit.

10.4 Status Reports

The Permittee shall file status reports with the Commission on progress regarding site construction. The Permittee need not report more frequently than monthly. Reports shall begin with the commencement of site construction and continue until completion of site restoration.

10.5 Notification to the Commission

At least three days before the project is to commence commercial operation, the Permittee shall file with the Commission the date on which the project will commence commercial operation and the date on which construction was completed.

10.6 As-Builts

Within 90 days after completion of construction, the Permittee shall submit copies of all final as-built plans and specifications developed during the project.

10.7 GPS Data

Within 90 days after completion of construction, the Permittee shall submit to the Commission, in the format requested by the Commission, geo-spatial information (e.g., ArcGIS compatible map files, GPS coordinates, associated database of characteristics) for all structures associated with the large wind energy conversion system.

10.8 Project Energy Production

The Permittee shall, by February 1st following each complete or partial year of project operation, file a report with the Commission on the monthly energy production of the project including:

- (a) the installed nameplate capacity of the permitted project;
- (b) the total monthly energy generated by the project in MW hours;
- (c) the monthly capacity factor of the project;
- (d) yearly energy production and capacity factor for the project;
- (e) the operational status of the project and any major outages, major repairs, or turbine performance improvements occurring in the previous year; and
- (f) any other information reasonably requested by the Commission.

This information shall be considered public and must be filed electronically.

10.9 Wind Resource Use

The Permittee shall, by February 1st following each complete or partial calendar year of operation, file with the Commission the average monthly and average annual wind speed collected at one permanent meteorological tower during the preceding year or partial year of operation. This information shall be considered public and must be filed electronically.

10.10 Emergency Response

The Permittee shall prepare an Emergency Response Plan in consultation with the emergency responders having jurisdiction over the facility prior to project construction. The Permittee shall submit a copy of the plan, along with any comments from emergency responders, to the Commission at least 14 days prior to the pre-construction meeting and a revised plan, if any, at least 14 days prior to the pre-operation meeting. The Permittee shall provide as a compliance filing confirmation that the Emergency Response Plan was provided to the emergency responders and Public Safety Answering Points (PSAP) with jurisdiction over the facility prior to commencement of construction. The Permittee shall obtain and register the facility address or other location indicators acceptable to the emergency responders and PSAP having jurisdiction over the facility.

10.11 Extraordinary Events

Within 24 hours of discovery of an occurrence, the Permittee shall notify the Commission of any extraordinary event. Extraordinary events include but shall not be limited to: fires, tower collapse, thrown blade, acts of sabotage, collector or feeder line failure, and injured worker or private person. The Permittee shall, within 30 days of the occurrence, file a report with the Commission describing the cause of the occurrence and the steps taken to avoid future occurrences.

11.0 DECOMMISSIONING, RESTORATION, AND ABANDONMENT

11.1 Decommissioning Plan

The Permittee shall submit a decommissioning plan to the Commission at least 60 days prior to the pre-operation meeting, and provide updates to the plan every five years thereafter.

The plan shall provide information identifying all surety and financial securities established for decommissioning and site restoration of the project in accordance with the requirements of Minn. R. 7854.0500, subp. 13. The decommissioning plan shall provide an itemized breakdown of costs of decommissioning all project components, which shall include labor and equipment. The plan shall identify cost estimates for the removal of turbines, turbine foundations, underground collection cables, access roads, crane pads, substations, and other project components. The plan

may also include anticipated costs for the replacement of turbines or repowering the project by upgrading equipment.

The Permittee shall also submit the decommissioning plan to the local unit of government having direct zoning authority over the area in which the project is located. The Permittee shall demonstrate that it will provide for the resources necessary to fulfill its requirements to properly decommission the project at the appropriate time. The Commission may at any time request the Permittee to file a report with the Commission describing how the Permittee is fulfilling this obligation.

11.2 Site Restoration

Upon expiration of this permit, or upon earlier termination of operation of the project, or any turbine within the project, the Permittee shall have the obligation to dismantle and remove from the site all towers, turbine generators, transformers, overhead and underground cables and lines, foundations, buildings, and ancillary equipment to a depth of four feet. Any agreement for removal to a lesser depth or no removal shall be recorded with the county and shall show the locations of all such foundations. To the extent feasible, the Permittee shall restore and reclaim the site to its pre-project topography and topsoil quality. All access roads shall be removed unless written approval is given by the affected landowner requesting that one or more roads, or portions thereof, be retained. All such agreements between the Permittee and the affected landowner shall be submitted to the Commission prior to completion of restoration activities. The site shall be restored in accordance with the requirements of this condition within 18 months of termination.

11.3 Abandoned Turbines

The Permittee shall advise the Commission of any turbines that are abandoned prior to termination of operation of the project. The project, or any turbine within the project, shall be considered abandoned after one year without energy production and the land restored pursuant to Section 11.2 unless a plan is developed and submitted to the Commission outlining the steps and schedule for returning the project, or any turbine within the project, to service.

12.0 COMMISSION AUTHORITY AFTER PERMIT ISSUANCE

12.1 Final Boundaries

After completion of construction, the Commission shall determine the need to adjust the final boundaries of the site required for this project in accordance with Minn. R. 7854.1300, subp. 1. If done, this permit may be modified, after notice and opportunity for public hearing, to represent the actual site required by the Permittee to operate the Project authorized by this permit.

12.2 Expansion of Site Boundaries

No expansion of the site boundaries described in this permit shall be authorized without the approval of the Commission. The Permittee may submit to the Commission a request for a change in the boundaries of the site for the project. The Commission will respond to the requested change in accordance with applicable statutes and rules.

12.3 Periodic Review

The Commission shall initiate a review of this permit and the applicable conditions at least once every five years. The purpose of the periodic review is to allow the Commission, the Permittee, and other interested persons an opportunity to consider modifications in the conditions of this permit. No modification may be made except in accordance with applicable statutes and rules.

12.4 Modification of Conditions

After notice and opportunity for hearing, this permit may be modified or amended for cause, including but not limited to the following:

- (a) violation of any condition in this permit;
- (b) endangerment of human health or the environment by operation of the project; or
- (c) existence of other grounds established by rule.

12.5 More Stringent Rules

The Commission's issuance of this permit does not prevent the future adoption by the Commission of rules or orders more stringent than those now in existence and does not prevent the enforcement of these more stringent rules and orders against the Permittee.

12.6 Right of Entry

Upon reasonable notice, presentation of credentials, and at all times in compliance with the Permittee's site safety standards, the Permittee shall allow representatives of the Commission to perform the following:

- (a) to enter upon the facilities easement of the site property for the purpose of obtaining information, examining records, and conducting surveys or investigations;
- (b) to bring such equipment upon the facilities easement of the property as is necessary to conduct such surveys and investigations;
- (c) to sample and monitor upon the facilities easement of the property; and

- (d) to examine and copy any documents pertaining to compliance with the conditions of this permit.

12.7 Proprietary Information

Certain information required to be filed with the Commission under this permit may constitute trade secret information or other type of proprietary information under the Data Practices Act or other law. The Permittee must satisfy requirements of applicable law to obtain the protection afforded by the law.

13.0 PERMIT AMENDMENT

This permit may be amended at any time by the Commission in accordance with Minn. R. 7854.1300, subp. 2. Any person may request an amendment of the conditions of this permit by submitting a request to the Commission in writing describing the amendment sought and the reasons for the amendment. The Commission will mail notice of receipt of the request to the Permittee. The Commission may amend the conditions after affording the Permittee and interested persons such process as is required.

14.0 TRANSFER OF PERMIT

The Permittee may request at any time that the Commission transfer this permit to another person or entity. The Permittee shall provide the name and description of the person or entity to whom the permit is requested to be transferred, the reasons for the transfer, a description of the facilities affected, and the proposed effective date of the transfer. The person to whom the permit is to be transferred shall provide the Commission with such information as the Commission shall require to determine whether the new Permittee can comply with the conditions of the permit. The Commission may authorize transfer of the permit after affording the Permittee, the new Permittee, and interested persons such process as is required. The Commission may impose additional conditions on any new permittee as part of the approval of the transfer.

Within 20 days after the date of the notice provided in Section 10.5, the Permittee shall file a notice describing its ownership structure, identifying, as applicable:

- (a) the owner(s) of the financial and governance interests of the Permittee;
- (b) the owner(s) of the majority financial and governance interests of the Permittee's owners;
and
- (c) the Permittee's ultimate parent entity (meaning the entity which is not controlled by any other entity).

The Permittee shall immediately notify the Commission of:

- (a) a change in owner(s) of the majority* financial or governance interests in the Permittee;
- (b) a change in owner(s) of the majority* financial or governance interests of the Permittee's owners; or
- (c) a sale which changes the parent entity of the Permittee.

**When there are only co-equal 50/50 percent interests, any change shall be considered a change in majority interest.*

The Permittee shall notify the Commission of:

- (a) the sale of a parent entity or a majority interest in the Permittee;
- (b) the sale of a majority interest of the Permittee's owners or majority interest of the owners; or
- (c) a sale which changes the entity with ultimate control over the Permittee.

15.0 REVOCATION OR SUSPENSION OF PERMIT

The Commission may take action to suspend or revoke this permit upon the grounds that:

- (a) a false statement was knowingly made in the application or in accompanying statements or studies required of the Permittee, and a true statement would have warranted a change in the Commission's findings;
- (b) there has been a failure to comply with material conditions of this permit, or there has been a failure to maintain health and safety standards;
- (c) there has been a material violation of a provision of an applicable statute, rule, or an order of the Commission; or
- (d) the Permittee has filed a petition with the Commission requesting that the permit be revoked or terminated.

In the event the Commission determines that it is appropriate to consider revocation or suspension of this permit, the Commission shall proceed in accordance with the requirements of Minn. R. 7854.1300 to determine the appropriate action. Upon a finding of any of the above, the Commission may require the Permittee to undertake corrective measures in lieu of having this permit suspended or revoked.

16.0 EXPIRATION DATE

This permit shall expire 30 years after the date this permit was approved and adopted.

**MINNESOTA PUBLIC UTILITIES COMMISSION
COMPLAINT HANDLING PROCEDURES FOR
PERMITTED ENERGY FACILITIES**

A. Purpose

To establish a uniform and timely method of reporting and resolving complaints received by the permittee concerning permit conditions for site preparation, construction, cleanup, restoration, operation, and maintenance.

B. Scope

This document describes complaint reporting procedures and frequency.

C. Applicability

The procedures shall be used for all complaints received by the permittee and all complaints received by the Minnesota Public Utilities Commission (Commission) under Minn. R. 7829.1500 or Minn. R. 7829.1700 relevant to this permit.

D. Definitions

Complaint: A verbal or written statement presented to the permittee by a person expressing dissatisfaction or concern regarding site preparation, cleanup or restoration or, television or communication signals, or other site and associated facilities permit conditions. Complaints do not include requests, inquiries, questions or general comments.

Substantial Complaint: A written complaint alleging a violation of a specific permit condition that, if substantiated, could result in permit modification or suspension pursuant to the applicable regulations.

Unresolved Complaint: A complaint which, despite the good faith efforts of the permittee and a person, remains unresolved or unsatisfactorily resolved to one or both of the parties.

Person: An individual, partnership, joint venture, private or public corporation, association, firm, public service company, cooperative, political subdivision, municipal corporation, government agency, public utility district, or any other entity, public or private, however organized.

E. Complaint Documentation and Processing

1. The permittee shall designate an individual to summarize complaints for the Commission. This person's name, phone number and email address shall accompany all complaint submittals.
2. A person presenting the complaint should to the extent possible, include the following information in their communications:
 - a. name, address, phone number, and email address;
 - b. date of complaint;
 - c. tract or parcel number; and
 - d. whether the complaint relates to a permit matter or a compliance issue.
3. The permittee shall document all complaints by maintaining a record of all applicable information concerning the complaint, including the following:
 - a. docket number and project name;
 - b. name of complainant, address, phone number and email address;
 - c. precise description of property or parcel number;
 - d. name of permittee representative receiving complaint and date of receipt;
 - e. nature of complaint and the applicable permit condition(s);
 - f. activities undertaken to resolve the complaint; and
 - g. final disposition of the complaint.

F. Reporting Requirements

The permittee shall commence complaint reporting at the beginning of project construction and continue through the term of the permit. The permittee shall report all complaints to the Commission according to the following schedule:

Immediate Reports: All substantial complaints shall be reported to the Commission the same day received, or on the following working day for complaints received after working hours. Such reports are to be directed to the Commission's Consumer Affairs Office at 1-800-657-3782 (voice messages are acceptable) or consumer.puc@state.mn.us. For e-mail reporting, the email subject line should read "PUC EFP Complaint" and include the appropriate project docket number.

Monthly Reports: During project construction and restoration, a summary of all complaints, including substantial complaints received or resolved during the preceding month, shall be filed by the 15th of each month to Daniel P. Wolf, Executive Secretary, Public Utilities Commission, using the eDockets system. The eDockets system is located at:

<https://www.edockets.state.mn.us/EFiling/home.jsp>

If no complaints were received during the preceding month, the permittee shall file a summary indicating that no complaints were received.

G. Complaints Received by the Commission

Complaints received directly by the Commission from aggrieved persons regarding site preparation, construction, cleanup, restoration, operation and maintenance shall be promptly sent to the permittee.

H. Commission Process for Unresolved Complaints

Commission staff shall perform an initial evaluation of unresolved complaints submitted to the Commission. Complaints raising substantial permit issues shall be processed and resolved by the Commission. Staff shall notify the permittee and appropriate persons if it determines that the complaint is a substantial complaint. With respect to such complaints, each party shall submit a written summary of its position to the Commission no later than ten days after receipt of the staff notification. The complaint will be presented to the Commission for a decision as soon as practicable.

I. Permittee Contacts for Complaints and Complaint Reporting

Complaints may be filed by mail or email to:

Prior to construction:

Dan Litchfield
Freeborn Wind Energy LLC
One South Wacker Drive, Suite 1800
Chicago, IL 60606
dlitchfield@invenergyllc.com

Upon commencement of construction, complaints should instead be directed here:

Sean Lawler
Xcel Energy
414 Nicollet Mall
Minneapolis, MN 55401
Sean.w.lawler@xcelenergy.com

This information shall be maintained current by informing the Commission of any changes as they become effective.

**MINNESOTA PUBLIC UTILITIES COMMISSION
COMPLIANCE FILING PROCEDURE FOR
PERMITTED ENERGY FACILITIES**

A. Purpose

To establish a uniform and timely method of submitting information required by Commission energy facility permits.

B. Scope and Applicability

This procedure encompasses all known compliance filings required by permit.

C. Definitions

Compliance Filing: A filing of information to the Commission, where the information is required by a Commission site or route permit.

D. Responsibilities

1. The permittee shall file all compliance filings with Daniel P. Wolf, Executive Secretary, Public Utilities Commission, through the eDockets system. The eDockets system is located at: <https://www.edockets.state.mn.us/EFiling/home.jsp>

General instructions are provided on the eDockets website. Permittees must register on the website to file documents.

2. All filings must have a cover sheet that includes:
 - a. Date
 - b. Name of submitter/permittee
 - c. Type of permit (site or route)
 - d. Project location
 - e. Project docket number
 - f. Permit section under which the filing is made
 - g. Short description of the filing
3. Filings that are graphic intensive (e.g., maps, engineered drawings) must, in addition to being electronically filed, be submitted as paper copies and on CD. Paper copies and CDs should be sent to: 1) Daniel P. Wolf, Executive Secretary, Minnesota Public Utilities Commission, 121 7th Place East, Suite 350, St. Paul, MN 55101-2147, and 2) Department of Commerce, Energy Environmental Review and Analysis, 85 7th Place East, Suite 500, St. Paul, MN 55101-2198.

ADDENDUM – 3

Public Utilities Commission July 8, 2019 Notice of Comment Period

Re: Acquisition of Freeborn Wind, LLC by Xcel Energy/NSPM

**NOTICE OF COMMENT PERIOD ON
REQUEST FOR SITE AND ROUTE PERMIT TRANSFERS**

Issued: Monday, July 8, 2019

In the Matter of the Application of Freeborn Wind Energy LLC for a Large Wind Energy Conversion System Site Permit for the 84 Megawatt Freeborn Wind Farm in Freeborn County

In the Matter of the Application of Freeborn Wind Energy LLC for a Route Permit for the 161 kV Freeborn Wind Farm Transmission Line and Associated Facilities in Freeborn County

**PUC Docket Numbers: IP-6946/WS-17-410 (Site Permit)
 IP-6946/TL-17-322 (Transmission Line Route Permit)**

Comment Period: Initial comment period closes **July 22, 2019 at 4:30pm**

Reply comment period closes **July 29, 2019 at 4:30pm**

Comments received after the close of the comment period may or may not be considered by the Commission.

Topics Open for Comment:

- Should the Minnesota Public Utilities Commission (Commission) authorize a transfer of the site permit to Northern States Power Company, a Minnesota Corporation (Xcel Energy) pursuant to Minn. R. 7854.1400 and Section 14 of the Site Permit?
- Should the Commission authorize a transfer of the route permit to Xcel Energy pursuant to Minn. R. 7850.5000 and Section 11 of the Route Permit?
- Has Freeborn Wind Energy LLC (Freeborn Wind) provided the name and description of the entity to whom the permit is to be transferred, the reasons for the transfer, a description of the facilities affected, and the requested date of the transfer?
- Is there sufficient information in the record to determine that the new permittee can comply with the conditions of the permits?

Background: On December 19, 2018, the Commission issued a Site Permit to Freeborn Wind for the 84 megawatt Freeborn Wind Farm Project in Freeborn County, Minnesota. The site permit was amended on May 10, 2019. Also on December 10, 2018, the Commission issued a Route Permit to Freeborn Wind for a 7-mile 115 kV high voltage transmission line in Freeborn County, Minnesota.

PUC Docket Numbers: IP-6946/WS-17-410 and IP-6946/TL-17-322

On July 2, 2019, the Commission issued an order denying reconsideration of its May 10, 2019 Order.

On June 18, 2019, the Commission received a request to transfer both the Site and Route Permits from Freeborn Wind to Xcel Energy (See Document ID [20196-153672-01](#)).

Comments may be submitted:

Email: Comments can be emailed to publicadvisor.puc@state.mn.us

Online: Visit mn.gov/puc, select Speak Up! to find this docket.

U.S. Mail: Charley Bruce, Minnesota Public Utilities Commission, 121 7th Place East, Suite 350, St. Paul, MN 55101

Please use the Commission's docket number (17-410 and 17-322) in all correspondence.

Comments will be made available to the public via the Commission's website except in limited circumstances consistent with the Minnesota Government Data Practices Act. The Commission does not edit or delete personal identifying information from submissions.

Filing Requirements: Utilities, telecommunications carriers, official parties, and state agencies are **required** to file documents using the Commission's electronic filing system (eFiling). All parties, participants and interested persons are encouraged to use eFiling: mn.gov/puc, select *eFiling*, and follow the prompts.

Full Case Record: See all documents filed in this docket via the Commission's website at mn.gov/puc, select *Search eDockets*, enter the year (17), and the docket number (410 for the site permit, or 332 for the HVTTL Route Permit), then select *Search*.

Subscribe to receive email notification when new documents are filed in this docket at mn.gov/puc, select *Subscribe*.

Questions about this docket or Commission process and procedure? Contact Commission staff, Michael Kaluzniak, at mike.kaluzniak@state.us, or 651-201-2257 or Charley Bruce at charley.bruce@state.mn.us or 651-201-2251.

Change your mailing preferences: Email docketing.puc@state.mn.us or call Leesa Norton at 651-201-2246.

To request this document in another format such as large print or audio, call 651.296.0406 (voice). Persons with a hearing or speech impairment may call using their preferred Telecommunications Relay Service or email consumer.puc@state.mn.us for assistance.

ADDENDUM – 4

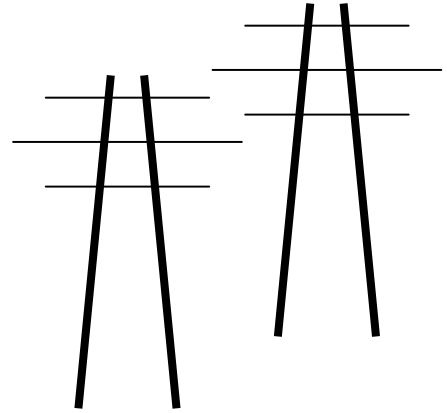
Association of Freeborn County Landowners Motion for Order to Show Cause

- **Affidavit of Overland**
- **Ex. A – 6/24/2019 & 7/19/2019 AFCL Letter to PUC with emails from Xcel re: Changes in site plan, and 32 V116 to V120 turbines**
- **Ex. B – 7/1/2019 AFCL Letter to PUC – Notice of project changes**
- **Ex. C – Freeborn Wind’s Notice of Termination (34 leases and good neighbor agreements)**

Legalelectric, Inc.

Carol Overland Attorney at Law, MN #254617
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1110 West Avenue
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July 18, 2019

Dan Wolf
Executive Secretary
Public Utilities Commission
121 – 7th Place East, Suite 350
St. Paul, MN 55101

eFiled and eServed

RE: AFCL MOTION FOR ORDER TO SHOW CAUSE
MPUC Docket: IP-6946/WS-17-410

Dear Mr. Wolf:

On behalf of Association of Freeborn County Landowners, please find Motion for Order to Show Cause in the above-entitled docket. There have been substantial changes in the project, such that the project is no longer the project that was permitted by the Commission.

At this time, AFCL requests that the Commission Order Freeborn Wind to produce documentation of the proposed changes in the project, including but not limited to termination of leases and good neighbor agreements, change in turbine size, changes in site plan and setbacks, particularly 3 and 5 RD, and noise, shadow flicker, and decommissioning plan. AFCL also requests that the Commission stay effective date of the permit and allow time for review in a contested case the material changes proposed for this project – that construction not begin until there has been time for thorough review in a contested case and a recommendation prior to Commission deliberation.

Very truly yours,

Carol A. Overland
Attorney at Law

cc: Association of Freeborn County Landowners
Xcel Energy: matt.b.harris@xcelenergy.com; regulatory.records@xcelenergy.com;
Jennifer.roesler@xcelenergy.com; bria.e.shea@xcelenergy.com

**BEFORE THE
MINNESOTA PUBLIC UTILITIES COMMISSION**

**Katie Sieben
Dan Lipschultz
Valerie Means
Matt Schuerger
John A. Tuma**

**Chair
Commissioner
Commissioner
Commissioner
Commissioner**

In the Matter of the Application of Freeborn
Wind Energy, LLC for a Large Wind Energy
Conversion System Site Permit for the 84
MW Freeborn Wind Farm in Freeborn County

PUC Docket No. IP6946/WS-17-410

ASSOCIATION OF FREEBORN COUNTY LANDOWNERS

MOTION FOR ORDER TO SHOW CAUSE AND HEARING

This Motion comes before the Commission on behalf of Association of Freeborn County Landowners, intervenors in the above-captioned Freeborn Wind Project siting docket, as provided by Minn. Stat. §216B.25; 216F.04(d), and 7854.1300. The Association of Freeborn County Landowners are requesting an Order to Show Cause, requesting a contested case hearing and Administrative Law Judge Recommendation, necessary due to the material changes in the project. Last month, there were 34 land lease terminations, and an announcement that there is a planned change in 32 turbines from Vestas V116 to V120, and a planned change in project layout. The Freeborn Wind project, as applied for, as permitted, no longer exists – it is now a materially different project.

Freeborn Wind and Northern States Power Minnesota (NSPM) have requested the Commission approve acquisition of the Freeborn Wind assets. Minn. Stat. §§ 216B.025, 216F.04(d) and Minn. R. 7854.1300, Subp. 4, and Site Permit III each authorize the

Commission to address permit issues and modify, revoke, or suspend the Freeborn Wind permit, and that an interested party may make a motion for Commission action. Association of Freeborn County Landowners hereby make that Motion and request that the Commission issue an Order to Show Cause and refer this matter to the Office of Administrative Hearings for a hearing to provide Freeborn Wind, LLC/Northern States Power the opportunity to be heard prior to Commission action. In the alternative, AFCL requests the Commission issue a Show Cause letter to initiate this review process. See PUC’s January 10, 2018 Show Cause Letter, Big Blue Wind Farm, Docket No. IP-6851/WS-10-1238.

There is now a need for Freeborn Wind to demonstrate that the project is feasible and constructible in consideration of the broad impacts of these changes on issues that were subject to the contested case proceeding. This must be done prior to approval of acquisition, prior to proceeding with construction – once a project is built, adjustments and mitigation is difficult to accomplish and very costly, likely cost prohibitive.

The project now is no longer the project as presented by Freeborn Wind in its Application, testimony, and arguments, and it is no longer the project permitted by the Commission. As Northern States Power Company (NSPM) is requesting Commission approval of the acquisition of the Freeborn Wind project, this is the time to pause and gather the facts regarding this significantly altered project.

I. FACTUAL BASIS FOR MOTION FOR ORDER TO SHOW CAUSE

Freeborn Wind, LLC was acquired by NSPM on June 14, 2019, and “NSPM as assumed ownership of Freeborn Wind development assets, including the Freeborn Wind Farm.” See Notification of Acquisition, June 18, 2019 ([20196-1536762-02](#)). Upon information and belief, Northern States Power Minnesota will be filing for a permit amendment this month. Affidavit of

Overland, Exhibit B, p. 2, email from Xcel to Townships. In a conversation with Ryan Long, Lead Assistant General Counsel for Xcel, it was disclosed that Xcel anticipated a site permit change, and that they'd be making a permit amendment request sometime in July. Id. A primary change would be a switch from V116 turbines to V120, and that Xcel would be providing noise and shadow flicker analysis, and that the site plan was anticipated to be a matter of micro-siting adjustment. Id. Following this confirmation, AFCL filed a letter with the Commission containing this information. Affidavit of Overland, Ex. A, Letter, June 24, 2019; Ex. B, Letter, July 1, 2019.

On June 12, 2019, Freeborn Wind, LLC/Invenergy signed a "NOTICE OF TERMINATION" dated June 14, 2019, terminating 34 agreements with landowners, 26 leases and 8 good neighbor agreements, affecting over 4,770 acres of land. Affidavit of Overland, Exhibit C, NOTICE OF TERMINATION. This NOTICE OF TERMINATION was executed by Invenergy's V.P. Jonathan Saxon on June 12, 2019, with the NOTICE dated June 14, 2019, the date of transfer of Freeborn Wind, LLC to Northern States Power Minnesota.

In its acquisition approval request, Xcel states:

Description of the facilities affected: All facilities described in Sections 2.0-2.2 of the Site Permit and Sections 2.0-2.4 of the Route Permit.

June 18, 2019, Notification of Acquisition, p. 2 ([20196-153672-02](#)). Chris Clark's Affidavit does state that he has "reviewed all of the terms and conditions of the Site Permit..." Affidavit, p. 1. Section 2.0 of the permit states that "The project area includes approximately 26,273 acres of land, of which the Project currently holds leases on 17,435 acres," and this is no longer true, because the leases for roughly 4,770 acres were terminated and only roughly 12,665 acres is leased. This same 17,345 acres is discussed in the Permit's Section 3.0, and is no longer applicable:

The site designated by the Commission for the Freeborn Wind Farm is the site depicted on the official site permit maps attached to this permit. Within the site

permit boundary, the Project and associated facilities shall be located on lands for which the permittee has obtained wind rights. Wind rights or easements have been obtained by the Permittee and include approximately 17,435 acres of land under easement and with participation agreements.

Section 3.0, DESIGNATED SITE. To be fair, it is not known whether Mr. Clark, Jennifer Roesler, or Bria Shea were aware of the 34 agreements that were terminated days earlier by Invenergy, and it would be most unfortunate if NSPM were not aware.

The Freeborn Wind Project, due to this significant Termination of over 4,770 acres of land leases for the project, is no longer the project that was permitted. The Permit for the project states that the project has 17,435 acres of land leased. Freeborn Site Permit, p. 1. 17,435 minus 4,470 acres leaves just 12,665 acres. The Permit is based on the Recommendation of the ALJ, citing 17,435 acres “currently leased for the Project.” Recommendation, FoF 84 (citing Ex. FR-1, Application, at p. 3) “Freeborn Wind maintains it currently leases 17,435 acres of the 26,273 acres within the Project Area (66 percent of the Project Area). The current leasehold is sufficient to accommodate the proposed facilities, required buffers, and turbine placement flexibility needed to avoid natural resources, homes, and other sensitive features.” Id. (citing Application, p. 18; see also Application p. 3, .

The Commission’s initial Order notes that Freeborn Wind may obtain more land if necessary to build the project – whether or not Freeborn had sufficient land was an issue in the contested case for this docket.¹ Order, p. 3, fn. 4. This places the constructability of the project in doubt, and again raises material issues that were the subject of the contested case.

II. LEGAL BASIS FOR MOTION FOR ORDER TO SHOW CAUSE

¹ Note that there is land needed for transmission and collector lines that has not yet been secured.

As the grantor of the permit, the Commission has the responsibility and broad authority to enforce the permit conditions, and the Commission has the express authority to modify, rescind, alter, suspend or revoke any permit. Under the provisions of Minn. Stat. §§ 216B.25, 216F.04(d) and Minn. R. 7854.1300, Subp. 4, and Section III of the Freeborn Wind Site Permit, the Commission has authority to rescind, alter, or amend the site permit or take remedial action.

FURTHER ACTION ON PREVIOUS ORDER.

The commission may at any time, on its own motion or upon motion of an interested party, and upon notice to the public utility and after opportunity to be heard, rescind, alter, or amend any order fixing rates, tolls, charges, or schedules, or any other order made by the commission, and may reopen any case following the issuance of an order therein, for the taking of further evidence or for any other reason. Any order rescinding, altering, amending, or reopening a prior order shall have the same effect as an original order.

Minn. Stat. §216B.25.

The commission may place conditions in a permit and may deny, modify, suspend, or revoke a permit.

Minn. Stat. §216F.04(d).

Further, the wind rules state that:

- The commission may amend a site permit for an LWECS at any time if the commission has good cause to do so.
- The commission may initiate action to consider amendment or revocation of a site permit for an LWECS on its own initiative or upon the request of any person. No site permit may be amended or revoked without first providing notice and affording due process to the permit holder.

Minn. Rule. §7854.1300, Subp. 2, 4. Significant changes are “good cause” to amend a permit.

There are also provisions to revoke a site permit if “the applicant knowingly made a false statement in the application or in accompanying statements or studies required of the applicant, if a true statement would have warranted a change in the commission's findings...” but again, it is not known whether NSPM knew of Invenergy’s action to terminate 34 leases. *Id.*, Subp. 3(a).

In this case, Freeborn Wind must demonstrate that it can build the project despite this significant decrease in land rights due to termination of leases. There is no basis in the existing record to support a determination that the project can be built on 4,770 acres less than the 17,435 leased acres on which the permit is based.

III. REQUEST FOR ORDER TO SHOW CAUSE

Association of Freeborn County Landowners asks that the Commission issue an Order to Show Cause, and that Freeborn Wind/Northern States Power Minnesota be required to demonstrate that the project is now feasible, that it can be built, within permit conditions, with roughly 25% less land than the 17,435 acres and site plan on which the permit was based. This loss of acreage is a significant change. Material issues in the contested case are affected, including the obvious initial question of whether Freeborn Wind had sufficient land rights to build the project and now whether it is feasible or possible in light of Termination of leases for roughly 25% of the land leased. See Attached Exhibit A. Turbine placement as set forth in map in site permit would be different with roughly 25% of the land removed – and if Freeborn Wind claims it would not be different, this should be proven. See Permit map, Order, December 19, 2018 ([201812-148595-01](#)). Economic benefits to the community were touted in the Application, testimony, and contested case, and cited in the Commission’s Order. The claimed economic benefit of landowner royalty payments was expected to be “over \$800,000 per year in Freeborn County.” Ex. FR-4 Litchfield Direct, p. 12; ALJ Recommendation, FOF 269, p. 54. If 25% less land is leased, payments to landowners leasing land to the project would presumably be roughly 25% lower, but there is no information in the record regarding this change, and no support in the record for granting a permit with this lowered benefit to landowners. Local tax revenue will be based on production, and it is not known whether the total expected tax revenue of “up to

\$397,000 per year” with 80% going to the county and 20% to townships...” will change and whether allocations to townships would change with a new site plan. See Ex. FR-4, Litchfield Direct, p. 13; ALJ Recommendation FOF 270, p. 55. The resulting alterations of the cost/benefit analysis should be a matter of record and reviewed to determine whether the project has a net benefit, and could also affect need for the project. See Order, p. 5, December 19, 2018 ([201812-148595-01](#)). Setbacks are at issue, with the locations of the larger turbines unknown. Larger turbines require larger setbacks, and the 3 and 5 RD distances will be affected by the increase in turbine blade size. See FR-1, Application, Figure 4 of 17, Land Ownership (turbines 4, 6, 8, 11, 12, 13, 14, 18, 19, 25, 26, 27, 28, 30, 32, 34, 42, 44, and possibly more – see Figure 4 site plan with turbine numbers attached below.)(20176-132804-02). As it is, there are a number of circles on the map that touch the border of property not signed, another reason the new layout with larger turbines must be made public and scrutinized. Id.

Noise and shadow flicker analysis, and potential impacts based on the project site plan, were a contentious issue in the contested. Noise and shadow flicker studies, Tier 1, 2 and 3 site evaluation and characterization studies, and decommissioning plan would all be affected by this significant decrease in project leased land, larger turbines, and changed layout.

The Commission adopted Finding 244 of the ALJ’s Recommendation regarding noise standards and public review of noise studies provided by Applicants:

Finding 244

The Administrative Law Judge further recommends that the plan be made available for public and agency comment and a hearing held with a summary report. The Commission should then review and approve a pre-construction noise mitigation plan that best assures noise will not cause noise levels that exceed Minnesota’s noise standards.

Order, December 19, 2019, Attachment 1: Modifications to the ALJ Report, p. 8-9.

Now, with termination of leases and agreements for roughly 4,770 acres of the 17,435 acres, a 25% loss, much more than noise will change and much more requires disclosure, review, and analysis, with full view of and participation by, the public. Minn. Stat. §216E.08 (see Minn. Stat. §216F.02, EXEMPTIONS, for applicability of Minn. Stat. §216E.08.). The Freeborn Wind project, as permitted, no longer exists – it is now a materially different project.

It should be noted that the permit was granted based on Freeborn Wind’s claims of 17,435 acres of land leased by Freeborn Wind for this project, a point made in the permit. See Permit, §2.0 Project Description (“holds leases on 17,435 acres”). At the time of the Freeborn Wind contested case hearing, it was not clear that the project had sufficient land rights for the project. The Commission’s Order implied that more may be needed to “complete” the project, and the Commission’s Order notes that “Freeborn Wind stated that additional lands may be leased or an easement obtained as necessary to complete the Project.” Order, p. 3, fn. 3. However, rather than lease additional land, as of last month, the project has terminated land leases for over 4,770 acres of land identified as leased for this project, leaving roughly 12,665 acres of project leased land.

IV. FREEBORN WIND IS NOT IN COMPLIANCE WITH THE PERMIT.

Under Minnesota Statutes Sections § 216B.025 and 216F.04(d), Minnesota Rule 7854.1300, Subp. 4, and the Freeborn Wind site permit, the Commission has authority to modify, amend, suspend, or revoke the Freeborn Wind Site Permit. Under the provisions of Minn. Stat. §§ 216B.025, 216F.04(d) and Minn. R. 7854.1300, Subp. 4, Association of Freeborn County Landowners asks that the Commission issue an Order to Show Cause, that under the facts, this permit should be reviewed, modified and amended, and that the Commission immediately refer this matter to the Office of Administrative Hearings for a hearing and recommendation. In the

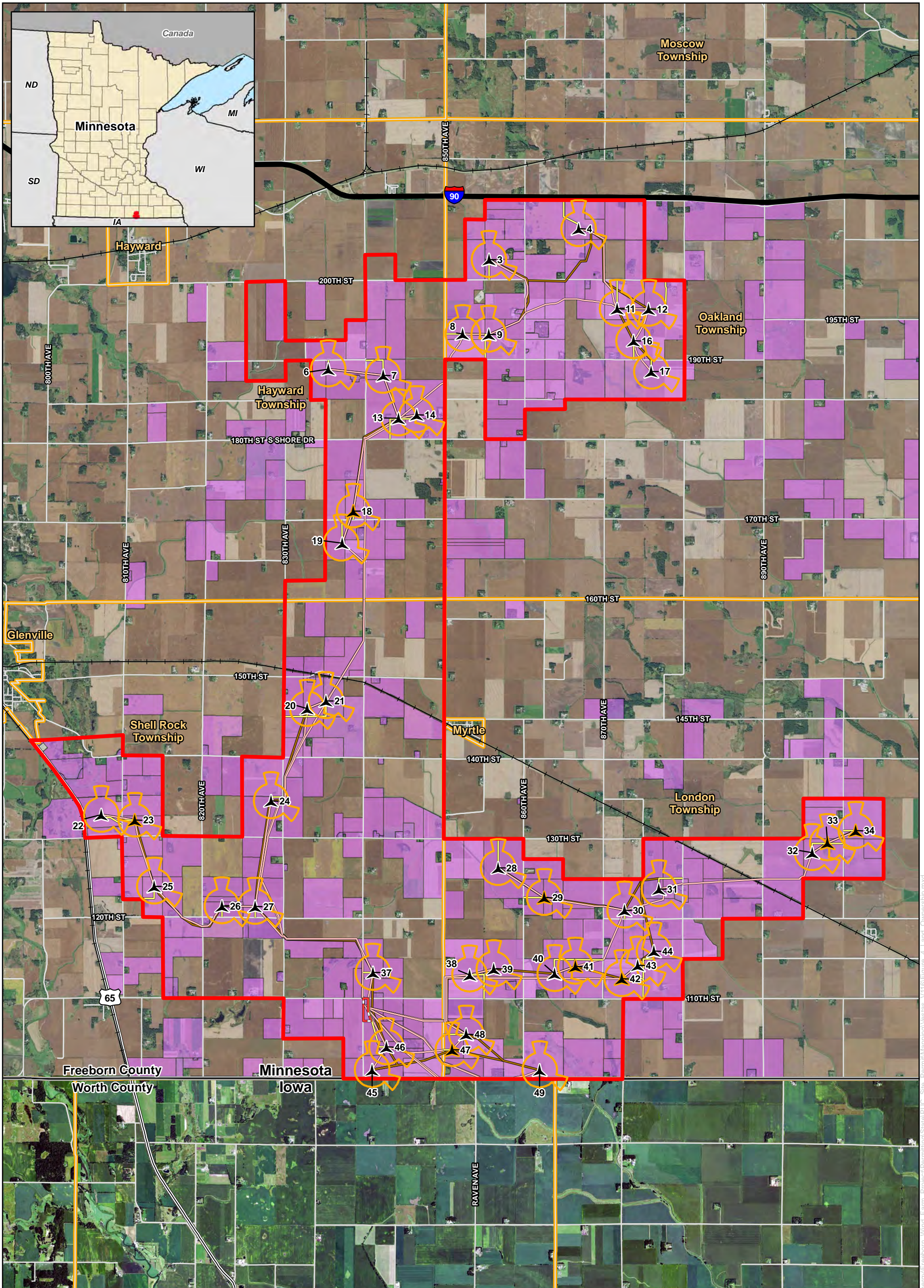
interim, Association of Freeborn County Landowners requests that the Commission issue an order that staying the permit and that construction shall not proceed until after the Freeborn Wind permit has been reviewed in a contested case hearing and a recommendation filed, and the Commission reviews the project in light of the materially changed aspects of this project.

Respectfully submitted,



July 18, 2019

Carol A. Overland MN #254617
Attorney for AFCL
Legalelectric – Overland Law Office
1110 West Avenue
Red Wing, MN 55066
(612) 227-8638
overland@legalelectric.org



0 0.5 1 Miles
1 inch = 1 miles



Imagery Source: 2015 Color FSA
Data Source: Invenery, MN DNR, USFWS, Census
For Environmental Review Purposes Only

**Figure 4
Land Ownership**

**Freeborn Wind Farm
Freeborn County, MN**

- | | |
|----------------------------|----------------------------|
| Vestas V110-2.0 | Site Control Status |
| Vestas V116-2.0 | Participant |
| Project Boundary | |
| O&M and Project Substation | |
| 3x5 Wind Access Buffer | |
| Access Road | |
| Collection Line | |
| Crane Path | |

that 32 turbines would be upgraded to the Vesta 120 model. I contacted the writer of the email and others I knew within Xcel to receive first-hand confirmation. In a June 24, 2019, Ryan Long, Lead Assistant General Counsel for Xcel, contacted me, and he confirmed that Xcel anticipated a site permit change, and that they'd be making a permit amendment request some time in July. A primary change would be a switch for 32 wind turbines from V116 turbines to V120 turbines, and that Xcel would be providing noise and shadow flicker analysis, and that the site plan was anticipated to be a matter of micrositing adjustment.

4. After this was confirmed, I then filed a letter with the Commission stating these points and asked that Reconsideration be delayed while this permit amendment request was pending. See Letter-Request to Remove Freeborn Wind from 7-1-2019 Agenda, June 24, 2019 (20196-153799-01). Attached as Exhibit A is a true and correct copy of that June 24, 2019 letter and the June 19, 2019 email from Trisha A. Duncan.
5. One week later, through a "Late Filed Request," I requested that the Reconsideration request and matter be tabled and the Reconsideration deadline be tolled, pending the permit amendment request. Letter, July 1, 2019 (20197-154049-01). Attached as Exhibit B is a true and correct copy of that July 1, 2019 letter.
6. Recently, rumors were flying that "good neighbor" and lease agreements were being terminated, but AFCL had no direct evidence of this. Today, I received a copy of "NOTICE OF TERMINATION" filed on June 17, 2019, one month ago. This document lists 34 agreements, 26 lease agreements and 8 good neighbor agreements, that were terminated by Freeborn Wind/Invenergy at roughly the same time as the transfer of Freeborn Wind from Invenergy to Northern States Power Minnesota. Attached as Exhibit C is a true and correct copy of the NOTICE OF TERMINATION as filed at the Office of County Recorder.

Further your affiant sayeth naught.

July 18, 2019



Carol A. Overland MN #254617
Attorney for AFCL
Legalelectric – Overland Law Office
1110 West Avenue
Red Wing, MN 55066
(612) 227-8638
overland@legalelectric.org

Signed and affirmed before me this
18th day of July, 2019.

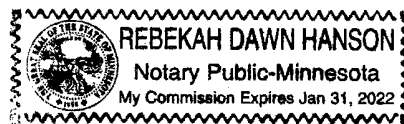

Notary Public

Exhibit A

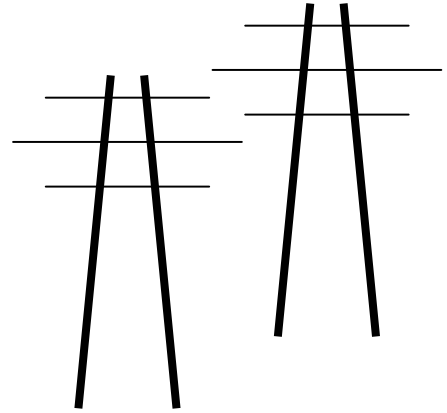
June 24, 2019 letter and the June 19, 2019 email from Trisha A. Duncan

[\(20196-153799-01\)](#)

Legalelectric, Inc.

Carol Overland Attorney at Law, MN #254617
Energy Consultant—Transmission, Power Plants, Nuclear Waste
overland@legalelectric.org

1110 West Avenue
Red Wing, Minnesota 55066
612.227.8638



June 24, 2018

Dan Wolf
Executive Secretary
Public Utilities Commission
121 – 7th Place East, Suite 350
St. Paul, MN 55101

RE: Xcel to Upgrade 32 turbines to Vesta 120
Freeborn Wind – PUC Docket IP6946/WP-17-410

Dear Mr. Wolf:

On behalf of Association of Freeborn County Landowners (AFCL), I ask that the Freeborn Wind item be removed from the July 1, 2019 Agenda Meeting and that the time period be tolled for Commission response to AFCL's Petition for Reconsideration.

As you know, Xcel Energy has purchased Freeborn Wind, LLC. See Notice of Acquisition and Request for Transfer of Freeborn Wind LWECS and HVTL ([20196-153672-02](#)).

Attached please find an Xcel Energy missive stating it intends to uprate the project, specifically 32 turbines to Vesta 120. For two years now, we've been told it is not possible to move any of the turbines, and now larger ones are proposed with changes to the project layout? I have been leaving messages for Xcel, from Chris Clark to Trisha Duncan, and a few in between, but no word yet.

AFCL is a party, and yet again are not at the table. The plan must be disclosed and put before the Commission. There is no mention of the acquisition request or upgrade plans in the Briefing Papers.

With this change pending, the Freeborn Wind item should be removed from the July 1 agenda, and that it should be scheduled with the Commission's likely rubber stamp of the acquisition.

Very truly yours,

Carol A. Overland
Attorney at Law

**Freeborn Wind Farm Update**

1 message

Duncan, Trisha A <Trisha.A.Duncan@xcelenergy.com>

Wed, Jun 19, 2019 at 1:12 PM

As you may or may not have heard, Xcel Energy purchased the Freeborn Wind Farm project last Friday, June 14th. We are excited to take ownership on the project and we look forward to working with everyone going forward. Having said that, we would like to communicate more detail with all of you on a proposed amendment we will be filing with the PUC to the site permit. To increase the project's energy output and efficiency, we will be proposing to upgrade 32 turbines to the a Vesta120 model. Aside from minor changes to the project layout, there will be minimal effects to landowners.

My question to you is, how would you like this communication to occur to the entire Township board? We are happy to come and present at an upcoming meeting, provide a detailed memo, or other options we can discuss. However you think is best to communicate this, we are happy to abide by. We are planning to communicate this with as many local government in the project area ahead of the filing as much possible, and would like to do this within the next couple weeks.

Let me know what you think and how you would like to proceed, if at all possible yet today.

Thanks so much.

Trisha

Trisha A. Duncan
Xcel Energy | Responsible By Nature
Manager, Community Relations and Economic Development
210 Lime Street, Mankato, MN 56001
P: 507.387.9633 C: 612.227.8880 F: 612.329.2912
E: trisha.a.duncan@xcelenergy.com

XcelEnergy.com Facebook.com/XcelEnergy Twitter.com/XcelEnergy
Please consider the environment before printing this email.

Exhibit B

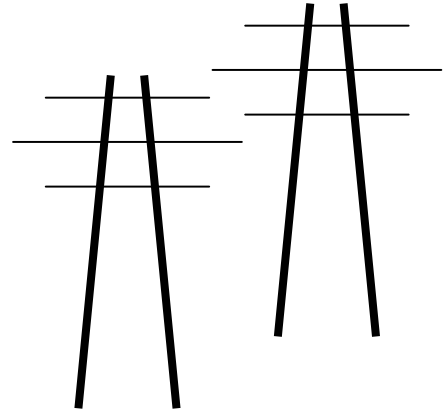
Letter, July 1, 2019

[\(20197-154049-01\)](#)

Legalelectric, Inc.

Carol Overland Attorney at Law, MN #254617
Energy Consultant—Transmission, Power Plants, Nuclear Waste
overland@legalelectric.org

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Red Wing, Minnesota 55066
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LATE FILED – COPIES WILL BE FURNISHED

July 1, 2018

Dan Wolf
Executive Secretary
Public Utilities Commission
121 – 7th Place East, Suite 350
St. Paul, MN 55101

RE: Xcel to Upgrade 32 turbines to Vesta 120
Freeborn Wind – PUC Docket IP6946/WP-17-410

Dear Mr. Wolf:

On behalf of Association of Freeborn County Landowners (AFCL), I again ask that the Freeborn Wind item be removed from the July 1, 2019 Agenda Meeting, or that the Commission reconsider and at that the time Order that the period be tolled for Commission response to AFCL's Petition for Reconsideration.

Xcel Energy has purchased Freeborn Wind, LLC. See Notice of Acquisition and Request for Transfer of Freeborn Wind LWECS and HVTL ([20196-153672-02](#)). In a phone call with Xcel's counsel, Ryan Long, I have learned that Xcel plans to file for an amendment to its permit **IN JULY**, and that it plans to submit revised noise studies, shadow flicker studies, and a revised site plan with minor modifications.

The Commission shouldn't make any decision today, other than to toll Reconsideration, in light of these expected filings and changes.

Very truly yours,

Carol A. Overland
Attorney at Law

cc: Association of Freeborn County Landowners

Exhibit C

INVENERGY NOTICE OF TERMINATION
as filed at the Office of County Recorder
June 17, 2019

OFFICE OF COUNTY RECORDER
FREEBORN COUNTY, MINNESOTA
DOCUMENT A537914
Certified, Filed, and/or Recorded on:
June 17, 2019 10:28 AM
KELLY CALLAHAN Fee: \$46.00
FREEBORN COUNTY RECORDER

PREPARED BY, RECORDING
REQUESTD BY, AND WHEN
RECORDED RETURN TO:
Invenergy Wind Development LLC
Attn: Matthew Sollitto, Esq.
One South Wacker Drive
Suite 1800
Chicago, IL 60606

NOTICE OF TERMINATION

THIS NOTICE OF TERMINATION (this "Notice") is made this 14th day of June, 2019 by Invenergy Wind Development LLC, a Delaware limited liability company with its principal place of business at One South Wacker Drive, Suite 1800, Chicago, Illinois 60606 ("Grantee").

WHEREAS, Grantee and Landowners (collectively, "Owners") entered into those certain Agreements which encumber that certain real property described on Exhibit A attached hereto and incorporated herein by this reference; and

WHEREAS, under the Agreements, Grantee exercised its right to terminate the Agreements by providing written notice.

WHEREAS, Grantee desires to record this Notice to provide notice of such termination.

NOW THEREFORE, in consideration of the foregoing premises and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Grantee hereby states as follows:

Grantee hereby is providing notice that the Agreements have been terminated effective July 11th, 2019.

[remainder of page intentionally left blank]

Exhibit A
Real Property

PROPERTY LOCATED IN FREEBORN COUNTY, MINNESOTA

Lease 16 Darlene K. and Laverne D. Hauge WMNFRC0053

Agreement Regarding Easements dated January 13, 2010 by and between Darlene K. Hauge and Laverne D. Hauge and Invenergy Wind Development LLC, as further evidenced by that Grant of Easements as recorded June 2, 2010 in the Official Records of Freeborn County, Minnesota as Instrument Number 488882.

The following tracts of land are included in this Assignment:

Parcel Number	County	Township/Range	Section	Acreage
01.017.0030	Freeborn	101/19	17	103.75
			Total	103.75

Lease 29 Darrel M. Nelson WMNFRC0111

Agreement Regarding Easements dated March 8, 2016 by and between Darrel M. Nelson and Invenergy Wind Development LLC, as further evidenced by that Grant of Easements as recorded April 8, 2016 in the Official Records of Freeborn County, Minnesota as Instrument Number A-521292.

The following tracts of land are included in this Assignment:

Parcel Number	County	Township/Range	Section	Acreage
010060010	Freeborn	101/19	6	40.19
			Total	40.19

Lease 31 Tommie J. Oudekerk and Patricia L. Oudekerk WMNFRC0123

Agreement Regarding Easements dated June 24, 2015 by and between Tommie J. Oudekerk and Patricia L. Oudekerk and Invenergy Wind Development LLC, as further evidenced by that Grant of Easements as recorded November 9, 2015 in the Official Records of Freeborn County, Minnesota as Instrument Number A-519192.

The following tracts of land are included in this Assignment:

Parcel Number	County	Township/Range	Section	Acreage
060310030	Freeborn	102/19	31	120.92
060310040	Freeborn	102/19	31	108.68
060300060	Freeborn	102/19	30	40.98
060310060	Freeborn	102/19	31	20.14
060310050	Freeborn	102/19	31	20.14
060310020	Freeborn	102/19	31	93.23
			Total	404.09

Lease 35 Estate of Beatrice Wacholz WMNFRC0145

Agreement Regarding Easements dated January 7, 2016 by and between Estate of Beatrice Wacholz and Invenergy Wind Development LLC, as further evidenced by that Grant of Easements as recorded April 22, 2016 in the Official Records of Freeborn County, Minnesota as Instrument Number A-521447.

The following tracts of land are included in this Assignment:

Parcel Number	County	Township/Range	Section	Acreage
070270010	Freeborn	102/20	27	160
			Total	160

Lease 53 Ethel E. Jensen and Ethel E. Jensen as Trustee of the Ethel E. Jensen Trust dated November 18, 2010 WMNFRC0271

Agreement Regarding Easements dated September 12, 2016 by and between Ethel E. Jensen and Ethel E. Jensen as Trustee of the Ethel E. Jensen Trust dated November 18, 2010 and Invenergy Wind Development LLC, as further evidenced by that Grant of Easements as recorded October 28, 2016 in the Official Records of Freeborn County, Minnesota as Instrument Number A-524353.

The following tracts of land are included in this Assignment:

Parcel Number	County	Township/Range	Section	Acreage
020150041	Freeborn	101/20	15	154.02
020090070	Freeborn	101/20	9	76.99
070320022	Freeborn	102/20	32	80.00
			Total	311.01

Lease 60 Gerald and Grace Skaar WMNFRC0134

Agreement Regarding Easements dated July 23, 2008 by and between Gerald C. Skaar and Grace E. Skaar and Invenergy Wind Development LLC, as further evidenced by that Grant of Easements as recorded January 7, 2009 in the Official Records of Freeborn County, Minnesota as Instrument Number A-479782.

The following tracts of land are included in this Assignment:

Parcel Number	County	Township/Range	Section	Acreage
070210040	Freeborn	102/20	21	60
070210041	Freeborn	102/20	21	20
			Total	80

Lease 61 Wayne A. Wacholz and Patricia K. Wacholz WMNFRC0146

Agreement Regarding Easements dated January 8, 2016 by and between Wayne A. Wacholz and Patricia K. Wacholz and Invenergy Wind Development LLC, as further evidenced by that Grant of Easements as recorded March 7, 2016 in the Official Records of Freeborn County, Minnesota as Instrument Number A-520843 and recorded on April 22, 2016 in the Official Records of Freeborn County, Minnesota as Instrument Number A-521448.

The following tracts of land are included in this Assignment:

Parcel Number	County	Township/Range	Section	Acreage
070270070	Freeborn	102/20	27	80
070270050	Freeborn	102/20	27	40
			Total	120

Lease 65 Eric L. Foss and Vaerie S. Foss WMNFRC0267

Agreement Regarding Easements dated April 6, 2016 by and between Eric L. Foss and Valerie S. Foss and Invenergy Wind Development LLC, as further evidenced by that Grant of Easements as recorded May 23, 2016 in the Official Records of Freeborn County, Minnesota as Instrument Number A-522061.

The following tracts of land are included in this Assignment:

Parcel Number	County	Township/Range	Section	Acreage
010330040	Freeborn	101N/19W	33	60
			Total	60

Lease 66 Carlyle E. Greibrok Testamentary Marital Trust dated December 20, 2003, David A. Greibrok and Julie C. Greibrok, husband WMNFRC0272

Agreement Regarding Easements dated September 12, 2016 by and between Carlyle E. Greibrok Testamentary Marital Trust dated December 20, 2003, David A. Greibrok and Julie C. Greibrok, husband and Invenergy Wind Development LLC, as further evidenced by that Grant of Easements as recorded October 28, 2016 in the Official Records of Freeborn County, Minnesota as Instrument Number A-524354.

The following tracts of land are included in this Assignment:

Parcel Number	County	Township/Range	Section	Acreage
070290050	Freeborn	102/20	29	152.73
			Total	152.73

Lease 74 Dwight and Patricia Greibrok

Neighbor Agreement dated September 23, 2015 by and between Dwight and Patricia Greibrok and Invenergy Wind Development LLC, as further evidenced by that Grant of Easements as recorded October 28, 2016 in the Official Records of Freeborn County, Minnesota as Instrument Number A-524337.

The following tracts of land are included in this Assignment:

Parcel Number	County	Township/Range	Section	Acreage
070330041	Freeborn	T102N-R20W	33	6
			Total	6

Lease 78 Ziebell Family Trust WMNFRC0199

Neighbor Agreement dated September 23, 2015 by and between Ziebell Family Trust and Invenergy Wind Development LLC, as recorded October 28, 2016 in the Official Records of Freeborn County, Minnesota as Instrument Number A-524332.

The following tracts of land are included in this Assignment:

Parcel Number	County	Township/Range	Section	Acreage
010080030	Freeborn	T101N-R19W	8	40
			Total	40

Lease 82 Robert and Deborah Virchow WMNFRC0203

Neighbor Agreement dated October 6, 2015 by and between Robert Virchow and Deborah Virchow and Invenergy Wind Development LLC, as recorded February 12, 2016 in the Official Records of Freeborn County, Minnesota as Instrument Number A-520567.

The following tracts of land are included in this Assignment:

Parcel Number	County	Township/Range	Section	Acreage
020340100	Freeborn	T101N-R20W	34	4
			Total	4

Lease 84 Ferne L. Virchow Trust WMNFRC0205

Neighbor Agreement dated October 6, 2015 by and between Ferne L. Virchow Trust and Invenergy Wind Development LLC, as recorded February 12, 2016 in the Official Records of Freeborn County, Minnesota as Instrument Number A-520570.

The following tracts of land are included in this Assignment:

Parcel Number	County	Township/Range	Section	Acreage
020330110	Freeborn	T101N-R20W	33	1.09
			Total	1.09

Lease 86 Vanese Kenaston and Douglas Downs Jr. WMNFRC0207

Neighbor Agreement dated October 6, 2015 by and between Vanses Kenaston and Douglas Downs Jr. and Invenergy Wind Development LLC, as recorded February 12, 2016 in the Official Records of Freeborn County, Minnesota as Instrument Number A-520566.

The following tracts of land are included in this Assignment:

Parcel Number	County	Township/Range	Section	Acreage
020270041	Freeborn	T101N-R20W	27	6.44
			Total	6.44

Lease 101 Raymond Richard Delgado, Jr. WMNFRC0328

Agreement Regarding Easements dated January 10, 2017 by and between Raymond Richard Delgado, Jr. and Invenergy Wind Development LLC, as further evidenced by that Grant of Easements as recorded March 31, 2017 in the Official Records of Freeborn County, Minnesota as Instrument Number A-526598.

The following tracts of land are included in this Assignment:

Parcel Number	County	Township/Range	Section	Acreage
120340030	Freeborn	103N/020W	34	161.50
			Total	161.50

Lease 114 Duane Glen Virchow WMNFRC0144

Agreement Regarding Easements dated January 17, 2017 by and between Duane Glen Virchow and Invenergy Wind Development LLC, as further evidenced by that Grant of Easements as recorded March 31, 2017 in the Official Records of Freeborn County, Minnesota as Instrument Number A-526590.

The following tracts of land are included in this Assignment:

Parcel Number	County	Township/Range	Section	Acreage
020330041	Freeborn	101N/20W	33	19
020330042	Freeborn	101N/20W	33	1
			Total	20

Lease 117 Henry C. Oldenkamp and Barbara Oldenkamp WMNFRC0279

Agreement Regarding Easements dated October 17, 2016 by and between Henry C. Oldenkamp and Barbara Oldenkamp and Invenergy Wind Development LLC, as further evidenced by that

Grant of Easements as recorded January 12, 2017 in the Official Records of Freeborn County, Minnesota as Instrument Number A-525506.

The following tracts of land are included in this Assignment:

Parcel Number	County	Township/Range	Section	Acreage
060100010	Freeborn	102N/19W	10	83.74
060100011	Freeborn	102N/19W	10	51.38
			Total	135.12

Lease 118 Annette M. Landherr WMNFRC0280

Agreement Regarding Easements dated October 17, 2016 by and between Annette M. Landherr and Invenergy Wind Development LLC, as further evidenced by that Grant of Easements as recorded January 12, 2017 in the Official Records of Freeborn County, Minnesota as Instrument Number A-525507.

The following tracts of land are included in this Assignment:

Parcel Number	County	Township/Range	Section	Acreage
120290111	Freeborn	130N/20W	29	80
			Total	80

Lease 119 Jayne Sigurdson WMNFRC0281

Agreement Regarding Easements dated October 31, 2016 by and between Jayne Sigurdson and Invenergy Wind Development LLC, as further evidenced by that Grant of Easements as recorded December 19, 2016 in the Official Records of Freeborn County, Minnesota as Instrument Number A-525143.

The following tracts of land are included in this Assignment:

Parcel Number	County	Township/Range	Section	Acreage
060110051	Freeborn	102N/19W	11	80
			Total	80

Lease 121 Richard H. Carlson WMNFRC0283

Agreement Regarding Easements dated October 31, 2016 by and between Richard H. Carlson and Invenergy Wind Development LLC, as further evidenced by that Grant of Easements as recorded December 19, 2016 in the Official Records of Freeborn County, Minnesota as Instrument Number A-525142.

The following tracts of land are included in this Assignment:

Parcel Number	County	Township/Range	Section	Acreage
060140040	Freeborn	102N/19W	14	160
			Total	160

Lease 126 Lang Properties, FLP WMNFRC0290

Agreement Regarding Easements dated December 2, 2016 by and between Lang Properties and Invenergy Wind Development LLC, as further evidenced by that Grant of Easements as recorded February 7, 2017 in the Official Records of Freeborn County, Minnesota as Instrument Number A-525872.

The following tracts of land are included in this Assignment:

Parcel Number	County	Township/Range	Section	Acreage
120140071	Freeborn	103N/20W	14	80
			Total	80

Lease 127 Douglas Benson WMNFRC0289

Agreement Regarding Easements dated December 2, 2016 by and between Douglas Benson and Invenergy Wind Development LLC, as further evidenced by that Grant of Easements as recorded February 7, 2017 in the Official Records of Freeborn County, Minnesota as Instrument Number A-525870.

The following tracts of land are included in this Assignment:

Parcel Number	County	Township/Range	Section	Acreage
06011050	Freeborn	102N/19W	11	80
			Total	80

Lease 128 Dean C. Lukes WMNFRC0288

Agreement Regarding Easements dated December 2, 2016 by and between Dean C. Lukes and Invenergy Wind Development LLC, as further evidenced by that Grant of Easements as recorded February 7, 2017 in the Official Records of Freeborn County, Minnesota as Instrument Number A-525871.

The following tracts of land are included in this Assignment:

Parcel Number	County	Township/Range	Section	Acreage
060250030	Freeborn	102/19	25	80
060250070	Freeborn	102/19	25	34
060360060	Freeborn	102/19	26	60
060260040	Freeborn	102/19	25	80
060260080	Freeborn	102/19	26	56
060250010	Freeborn	102/19	36	80
060360050	Freeborn	102/19	36	80
060360010	Freeborn	102/19	36	80
			Total	550

Lease 130 George R. Ziebell WMNFRC0305

Agreement Regarding Easements dated January 17, 2017 by and between George R. Ziebell and Invenergy Wind Development LLC, as further evidenced by that Grant of Easements as recorded March 31, 2017 in the Official Records of Freeborn County, Minnesota as Instrument Number A-526585.

The following tracts of land are included in this Assignment:

Parcel Number	County	Township/Range	Section	Acreage
010090040	Freeborn	101N/19W	9	40
010090070	Freeborn	101N/19W	9	4
010100040	Freeborn	N/19W	10	160
			Total	204

Lease 132 Alana T. Srp Miller WMNFRC0294

Agreement Regarding Easements dated January 31, 2017 by and between Alana T. Srp Miller and Invenergy Wind Development LLC, as further evidenced by that Grant of Easements as recorded March 31, 2017 in the Official Records of Freeborn County, Minnesota as Instrument Number A-526578.

The following tracts of land are included in this Assignment:

Parcel Number	County	Township/Range	Section	Acreage
060110030	Freeborn	102N/19W	11	57
			Total	57

Lease 133 Andrew P. Klingfus and Paul A. and Ardith Klingfus WMNFRC0291

Agreement Regarding Easements dated January 31, 2017 by and between Andrew P. Klingfus and Paul A. and Ardith Klingfus and Invenergy Wind Development LLC, as further evidenced by that Grant of Easements as recorded March 31, 2017 in the Official Records of Freeborn County, Minnesota as Instrument Number A-526577.

The following tracts of land are included in this Assignment:

Parcel Number	County	Township/Range	Section	Acreage
060130050	Freeborn	102N/19W	13	40
060130060	Freeborn	102N/19W	13	79.15
060130080	Freeborn	102N/19W	13	1
			Total	120.15

Lease 134 Peter A. Klingfus and Paul A. and Ardith Klingfus WMNFRC0299

Agreement Regarding Easements dated January 31, 2017 by and between Peter A. Klingfus and Paul A. Klingfus and Ardith D. Klingfus and Invenergy Wind Development LLC, as further evidenced by that Grant of Easements as recorded March 31, 2017 in the Official Records of Freeborn County, Minnesota as Instrument Number A-526582.

The following tracts of land are included in this Assignment:

Parcel Number	County	Township/Range	Section	Acreage
060240010	Freeborn	102N/19W	24	78.04
			Total	78.04

Lease 144 Frances E. Heers Revocable Living Trust and Paul R. Heers Revocable Living Trust WMNFRC0310

Agreement Regarding Easements dated January 17, 2017 by and between Frances E. Heers Revocable Living Trust and Paul R. Heers Revocable Living Trust and Invenergy Wind Development LLC, as further evidenced by that Grant of Easements as recorded March 31, 2017 in the Official Records of Freeborn County, Minnesota as Instrument Number A-526589.

The following tracts of land are included in this Assignment:

Parcel Number	County	Township/Range	Section	Acreage
060150040	Freeborn	102-019	15	72.40
060270060	Freeborn	102-019	27	120
060260020	Freeborn	102-019	26	80
060260070	Freeborn	102-019	26	80
060140030	Freeborn	102-019	14	160
060150010	Freeborn	102-019	15	74.49
			Total	586.89

Lease 173 Michael E. Landau WMNFRC0367

Agreement Regarding Easements dated March 22, 2017 by and between Michael E. Landau and Invenergy Wind Development LLC, as further evidenced by that Grant of Easements as recorded June 12, 2017 in the Official Records of Freeborn County, Minnesota as Instrument Number A-527582.

The following tracts of land are included in this Assignment:

Parcel Number	County	Township/Range	Section	Acreage
060230021	Freeborn	102N/19W	23	192.84

Lease 239 Lawrence Peter Schroer Jr and Tracy E. Schroer WMNFRC0218

Neighbor Agreement dated October 27, 2015 by and between Lawrence Peter Schroer Jr. and Tracy E. Schroer and Invenergy Wind Development LLC as recorded June 5, 2018 in the Official Records of Freeborn County, Minnesota as Instrument Number A-532627.

The following tracts of land are included in this Assignment:

Parcel Number	County	Township/Range	Section	Acreage
020270021	Freeborn	T101N-R20W	27	5
			Total	5

Lease 240 Benjamin J. Knutson WMNFRC0348

Neighbor Agreement dated March 22, 2017 by and between Benjamin J. Knutson and Invenergy Wind Development LLC as recorded June 12, 2017 in the Official Records of Freeborn County, Minnesota as Instrument Number A-527567.

The following tracts of land are included in this Assignment:

Parcel Number	County	Township/Range	Section	Acreage
020160031	Freeborn	101N/20W	16	5
			Total	5

Lease 241 Christian E. and Mary B. Elleby WMNFRC0306

Neighbor Agreement dated January 17, 2017 by and between Christian E. and Mary B. Elleby and Invenergy Wind Development LLC, as further evidenced by that Grant of Easements as recorded March 31, 2017 in the Official Records of Freeborn County, Minnesota as Instrument Number A-526605.

The following tracts of land are included in this Assignment:

Parcel Number	County	Township/Range	Section	Acreage
070200031	Freeborn	T102N-R20W	20	3.53
			Total	3.53

WMNFRC0179 Dwight Greibrok and Patricia Greibrok

Agreement Regarding Easements dated September 23, 2015 by and between Dwight Greibrok and Patricia Greibrok and Invenergy Wind Development LLC, as further evidenced by that Grant of Easements as recorded October 28, 2016 in the Official Records of Freeborn County, Minnesota as Instrument Number A-524350.

The following tracts of land are included in this Assignment:

Parcel Number	County	Township/Range	Section	Acreage
070330040	Freeborn	102/20	33	74
			Total	74

WMNFRC0335 Ferne L. Virchow, as Trustee of The Ferne L. Virchow Trust, dated 1/16/2016

Agreement Regarding Easements dated January 17, 2017 by and between Ferne L. Virchow, as Trustee of The Ferne L. Virchow Trust, dated 1/16/2016 and Invenergy Wind Development LLC, as further evidenced by that Grant of Easements as recorded March 31, 2017 in the Official Records of Freeborn County, Minnesota as Instrument Number A-526604.

The following tracts of land are included in this Assignment:

Parcel Number	County	Township/Range	Section	Acreage
020280060	Freeborn	101N/20W	28	20
020330040	Freeborn	101N/20W	33	160
020330070	Freeborn	101N/20W	33	94.91
020330100	Freeborn	101N/20W	33	14
			Total	288.91