



AN ALLETE COMPANY

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June 8, 2017

VIA ELECTRONIC FILING

Daniel P. Wolf
Executive Secretary
Minnesota Public Utilities Commission
121 7th Place East, Suite 350
St. Paul, MN 55101-2147

Re: Request of Minnesota Power for an Extension to File Its Next Integrated Resource Plan to Address Wind, Solar, and Gas Resource Package
Docket No. E015/RP-15-690

Dear Mr. Wolf:

The Minnesota Public Utilities Commission (“Commission”) issued its Order Approving Resource Plan with Modifications dated July 18, 2016, in the above-referenced docket (“July 2016 IRP Order”) directing Minnesota Power (or the “Company”) to explore adding dispatchable natural gas capacity to the system as well as adding wind and solar generation (the “EnergyForward Resource Package”).¹ Minnesota Power has spent considerable time since issuance of that order evaluating various energy efficiency and resource options and developing the EnergyForward Resource Package to serve customers’ long-term capacity and energy needs. The elements of this package are summarized on the following pages. Minnesota Power is finalizing the EnergyForward Resource Package and will make a regulatory filing seeking required approvals of that package during the summer.

The July 2016 IRP Order also requires that Minnesota Power file a new Integrated Resource Plan (“IRP”) by February 1, 2018, a time when the EnergyForward Resource Package will be under active consideration and it may be unknown whether and to what extent the results of that package proposal can be integrated into the Company’s next IRP filing. As a result, Minnesota Power respectfully requests that the Commission approve an extension for Minnesota Power’s filing of its next IRP. The Company proposes a delay of at least one year to approximately February 2019 or even longer as dictated by the Commission’s overall schedule

¹ Specifically, in the July 2016 IRP Order, Minnesota Power was directed to “pursue an RFP to investigate the possible procurement of combined-cycle natural gas generation to meet its energy and capacity needs in the absence of Boswell 1 and 2 and Taconite Harbor Units 1 and 2.” In addition, the Company was to “initiate a competitive-bidding process to procure 100-300 MW of installed wind capacity,” and to “acquire solar units of 11 MW by 2016, 12 MW by 2020, and 10 MW by 2025 to meet its [Solar Energy Standard] obligations.” Consistent with these directives, the EnergyForward Resource Package proposes a combination of dispatchable combined-cycle natural gas capacity plus wind and solar generation, maximizing the synergies between cost-effective intermittent renewable energy production with reliable, flexible and dispatchable capacity, which is particularly important to serve customer needs on a system with one of the highest load factors in the nation.

and workload, to allow adequate time for the Commission and interested parties to review and act upon the Company's proposed resource package by autumn 2018, with a few extra months to allow the Company to incorporate the Commission's decisions into the next IRP and complete the necessary analysis for a more robust filing.

The Company is excited about its *EnergyForward* Resource Package as it represents a cost-effective and sustainable set of system additions that are needed to ensure long-term reliable energy supply to existing customers. Minnesota Power has begun describing the proposed resources to stakeholders and looks forward to presenting that package of resources to the Commission for formal consideration soon. Delaying the filing of the Company's next IRP would allow the Commission, the Department of Commerce, customers, and other interested stakeholders to evaluate the *EnergyForward* Resource Package fully and to determine whether this package is an appropriate set of system additions for the long term benefit of customers. Addressing the package prior to the next IRP filing provides more clarity and specificity regarding the Company's plans to meet customer needs, and will allow the Company to incorporate this action plan arising out of the July 2016 IRP Order into the Company's plans before moving forward with the next IRP.²

As addressed in the attached press release and summary sheet issued on June 7, 2017, the *EnergyForward* Resource Package will have three main components: (i) 250 MW of wind generation located in southwestern Minnesota to be in service by 2020 pursuant to a power purchase agreement with Tenaska; (ii) 10 MW of solar generation located near Royalton, Minnesota in Minnesota Power's service territory to be in service by 2019 pursuant to a power purchase agreement with Cypress Creek Renewables; and (iii) partnering with Dairyland Power Cooperative to build a combined-cycle natural gas power plant in Superior, Wisconsin, to be in service by 2025 of which approximately 250 MW will come from the jointly owned facility to be owned by an affiliate and dedicated to Minnesota Power³ on the same basis as if the asset was directly owned by the utility.⁴

Since the Commission's June 2016 IRP Order, Minnesota Power has refined and updated its outlook on major factors driving power supply decisions. The proposed *EnergyForward* Resource Package will present the Company's refined and updated analysis that responds both to the Commission's order and provides an updated and balanced approach to delivering safe and reliable service at a reasonable cost to customers, while protecting and improving the region and state's quality of life through continued environmental stewardship.

² Delaying the filing date will also allow Minnesota Power to more fully incorporate changing federal, regional, and state policy developments and decisions into its next IRP.

³ The natural gas facility is proposed to be an approximately 525-550 MW nameplate capacity combined-cycle natural gas plant, located in Superior Wisconsin. It will be jointly owned by Dairyland Power Cooperative ("DPC") and South Shore Energy, LLC ("SSE"), an affiliate of Minnesota Power. Subject to obtaining approvals from the Commission, Minnesota Power will develop the facility on behalf of DPC and SSE and will take on the role of construction and operations manager. The reason that SSE is owning a share of the plant (rather than direct Minnesota Power ownership) is a Wisconsin state law that requires power plants in Wisconsin to be incorporated in Wisconsin and Minnesota Power is a Minnesota corporation.

⁴ Ultimately, the proposal is that 48% of the plant (approximately 250 MW of nameplate capacity) will be dedicated to Minnesota Power for use on behalf of ratepayers on the same basis as if the capacity was owned directly by Minnesota Power. As of the date of this filing, the affiliated interest agreements between Minnesota Power and SSE have not been finalized or executed. In accordance with the affiliated interest requirements under Minn. Stat. § 216B.48, subd. 3, the Company will file the required information for approval of an affiliated interest agreement within 30 days of finalization and execution of those agreements involving Minnesota Power.

As will be described in more detail in the upcoming filings, the selection of the *EnergyForward* Resource Package was based on a robust analysis of future customer energy and capacity needs, incorporating Commission guidance from the July 2016 IRP Order, as well as thorough evaluation of all available alternatives including renewable generation, conservation, distributed generation, and demand response. The proposed package is aligned with the Company's *EnergyForward* strategy to reduce emissions, protect reliability, and ensure competitive, cost-effective rates for customers, while complying with state and federal environmental regulations and goals.

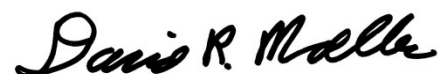
Minnesota Power recognizes that its request for review and approval of the *EnergyForward* Resource Package will raise important factual, policy and legal considerations for the Commission to consider. As a result, the Company's filing will present an appropriate and comprehensive opportunity for the Commission and interested stakeholders to evaluate *EnergyForward* Resource Package and the alternatives considered in depth.

Due to the importance of the requested approvals as well as the important issues raised, Minnesota Power will be requesting referral of the *EnergyForward* Resource Package filing to the Office of Administrative Hearings for a contested case to allow for full consideration of the important resource planning and generation need considerations that will be fundamental to evaluating the Company's Petition. The Company will be proposing a schedule that provides adequate time for robust analysis and thoughtful decision making, with a proposed Commission decision in autumn of 2018 to accommodate contractual deadlines, federal tax credit utilization for the wind and solar projects, and to provide enough time to conduct thorough review. Minnesota Power respectfully requests that the Commission issue a timely notice requesting comments on both this request to delay the next IRP and Minnesota Power's proposed procedural process for the *EnergyForward* Resource Package.

Delaying the next IRP filing until after the outcome of this process will provide stakeholders and the Commission time to evaluate the *EnergyForward* Resource Package fully. It will also ensure that the Commission's decision can be incorporated into the Company's next IRP filing. Finally, the outcome of the *EnergyForward* Resource Package will result in significant additional specificity and detail in the Company's next IRP filing, and will have a direct impact on modeling future generation resources.

Thank you for your consideration of this request. If you have any questions regarding this letter, please contact me at the above listed information.

Yours truly,

A handwritten signature in black ink that reads "David R. Moeller". The signature is written in a cursive, slightly slanted style.

David R. Moeller



AN ALLETE COMPANY

EnergyForward



Under *EnergyForward*, we've made great strides in diversifying how we produce and deliver safe, reliable, affordable and clean energy.

Our next step in meeting the region's growing electricity needs and demand for clean energy is a resource package that adds more wind and solar and employs the flexibility of natural gas to ensure power 24/7 year-round for customers.

Wind + Solar + Natural Gas

A powerful package for delivering safe, reliable, affordable and clean energy



Solar: Add 10 megawatts of solar power through a power purchase agreement with developer Cypress Creek Renewables. The developer plans to build an array near Royalton in central Minnesota. Online in 2019.

+10
MEGAWATTS



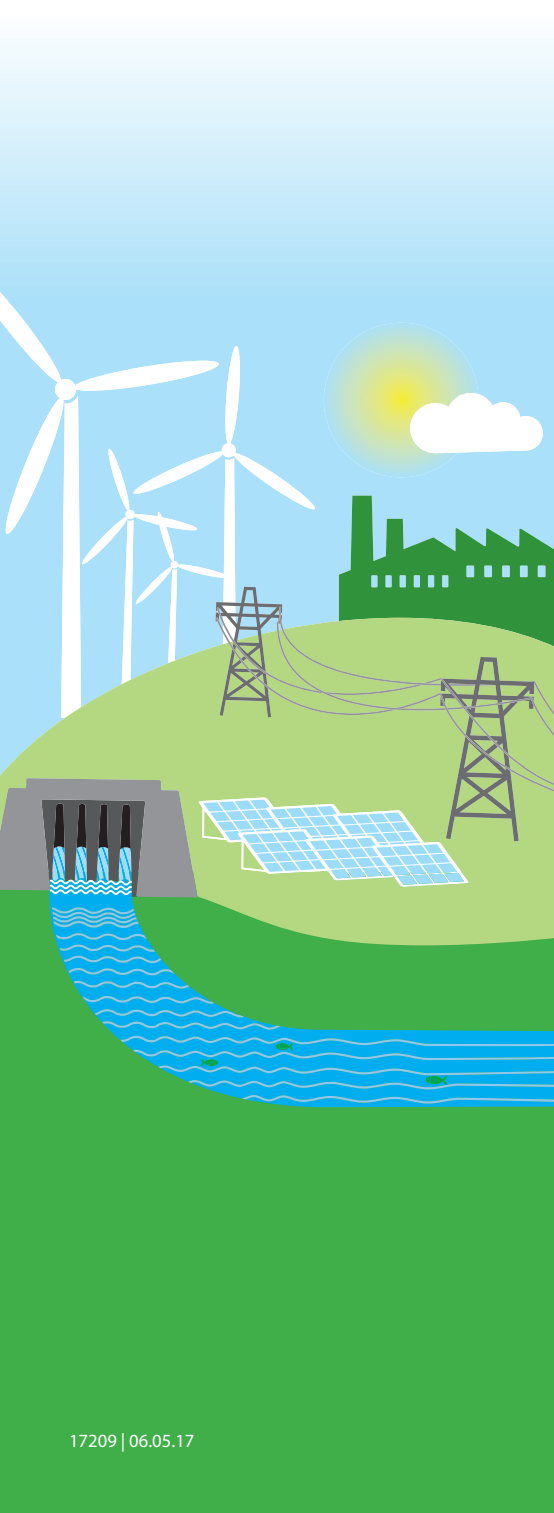
Wind: Add 250 megawatts of wind energy through a power purchase agreement with Tenaska. The wind developer plans to build a wind farm in southwestern Minnesota, which will add geographic diversity to our wind energy portfolio. Online in 2020.

+250
MEGAWATTS



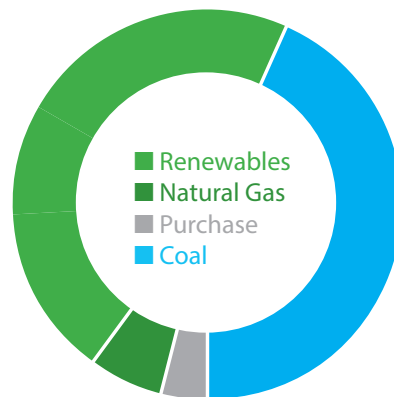
Natural gas: Partner with Dairyland Power Cooperative to build a combined-cycle natural gas power plant in Superior, Wisconsin. About 250 megawatts will come from the jointly owned Nemadji Trail Energy Center. Online in 2025.

+250
MEGAWATTS



EnergyForward transition

- Renewables **grow to 44%** by 2025 – our current portfolio includes 620 MW of wind, 370 MW hydro and 10 MW of solar
- Natural gas supports existing and expansion of renewables
- Exceeds state energy goals
- Carbon emissions **reduced by 40%** by 2030



Replacing traditional baseload power while ensuring reliability

Our energy mix has changed a lot in recent years and continues to evolve—by 2026 we will have removed more than **700 megawatts** of coal-fired generation from our 2,050-megawatt system. We've already added **620 megawatts** of wind and **10 megawatts** of solar energy, but we can't rely on these renewable sources of energy to be available all the time.

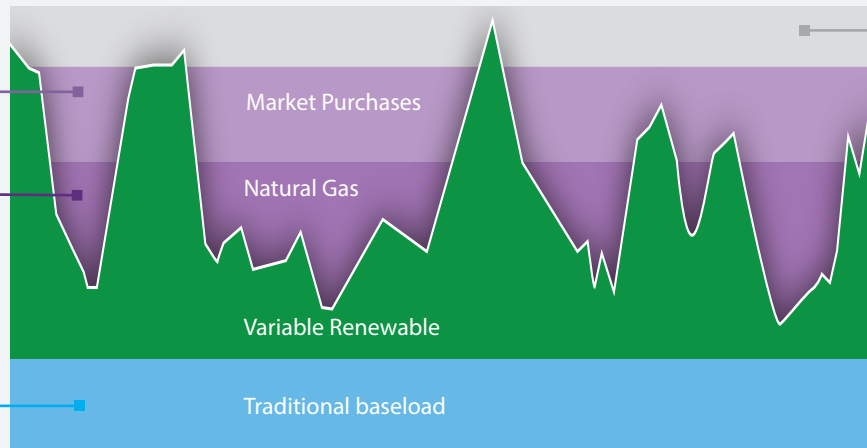
Sometimes the wind doesn't blow and the sun doesn't shine. That's when natural gas, an economical, abundant and flexible energy source with less carbon dioxide emissions, can fill the gap and help keep the lights on.

Balancing variable renewable resources with flexible generation

Affordability, reliability and environmental stewardship

Natural gas, and purchases from energy markets are used to fill in the gaps between the peaks and valleys of variable wind and solar power. Natural gas helps buffer the volatility of energy market prices.

Our traditional coal-fired units provide consistent, dependable baseload power.



Agreements with some of our customers to interrupt service at times of peak load—also used to balance resources and maintain reliability.

This chart represents a 16-hour snapshot of our power supply.

The natural gas power plant

The premier site in Superior, Wisconsin, is shovel-ready and boasts access to multiple interstate natural gas pipelines and nearby transmission lines that can efficiently get the electricity to customers. It also brings with it a joint owner in LaCrosse, Wisconsin-based Dairyland Power Cooperative that serves customers in western Wisconsin. The facility has economies of scale and efficiencies that wouldn't be available if we were to build a smaller unit on our own.

The Nemadji Trail Energy Center will be a combined-cycle facility between 525 and 550 megawatts and will cost about \$700 million to build. The power plant will employ 22-25 people when completed, and create an estimated 260 construction jobs and 130 indirect jobs. Because of its proximity to Minnesota, the facility is expected to bring benefits to both states.

Competitive, stable energy costs

We are committed to keeping rates competitive for all of our customers and know that energy costs are critical to the region's natural resource-based industries. Competitive and stable energy costs for residents and businesses help keep the region's economy healthy. The resource package is a vital piece of the changing energy landscape and provides least cost power supply to our customers.

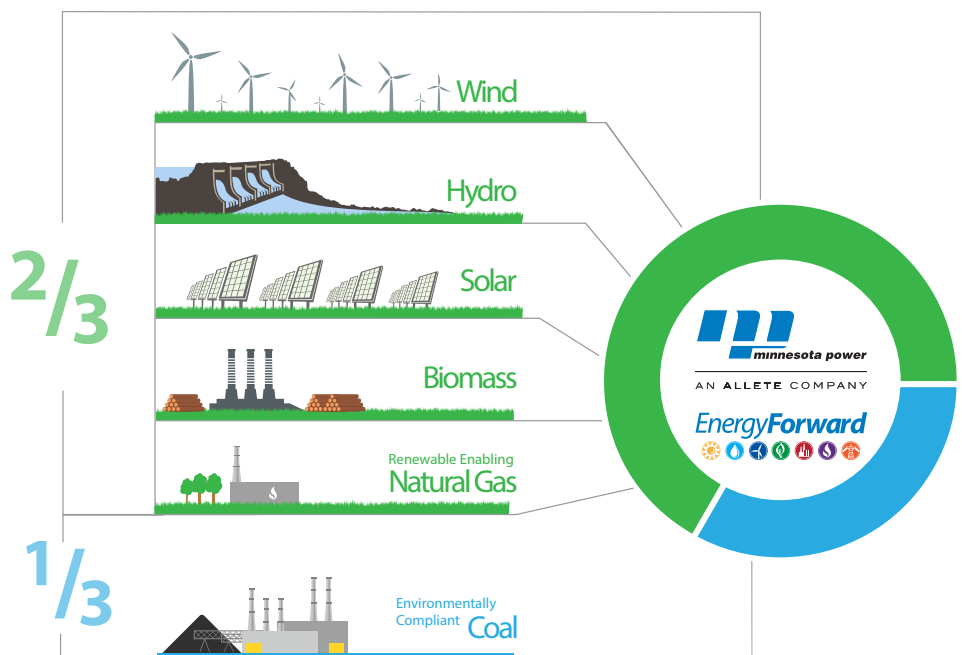
Moving EnergyForward

We continue to lead in transitioning to clean energy and reducing emissions of carbon dioxide. In 2013, when we first announced *EnergyForward*, our goal was to be about one-third renewable energy by 2026. Already, we're at nearly 30 percent renewable energy—a significant change from 2005 when we were about 95 percent coal.

This resource package will help advance our long-term goal for an energy mix of two-thirds renewable energy and renewable-enabling natural gas and one-third environmentally compliant baseload coal.

The addition of natural gas ensures reliability while enabling us to add even more wind and solar power to our system. Our traditional power plants are among the cleanest in the nation, meeting or exceeding environmental regulations for emissions such as mercury and sulfur dioxide.

Energy for today and tomorrow





For Release: June 7, 2017

Contact: Amy Rutledge
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NEWS

Minnesota Power proposes next step in *EnergyForward* plan

Wind, solar and natural gas package will increase company's renewable mix, reduce carbon and preserve reliability for customers

DULUTH, Minn. – Minnesota Power, a utility division of ALLETE (NYSE:ALE), today announced the next step in its *EnergyForward* strategy for ensuring a safe, reliable and competitive energy supply for customers and the region. If approved by regulators, the resource package coupled with the company's existing renewable resources will result in renewable resources providing 44 percent of the company's energy supply by 2025, further reducing carbon emissions while keeping rates affordable.

In an upcoming filing with the Minnesota Public Utilities Commission (MPUC), Minnesota Power will request the addition of 250 megawatts of wind power capacity, an additional 10 megawatts of solar power and 250 megawatts of combined-cycle natural gas generation to meet customer demand for power, which is projected to grow throughout the region. The new resources will increase the company's already robust wind portfolio of 620 megawatts and double its solar generation.

"For the past four years, *EnergyForward* has been exceeding expectations for how an energy company can transform the way it produces and delivers energy," said Brad Oachs, president of Regulated Operations. "We look forward to working with our customers and regulators to continue down the path toward a safe, reliable, cleaner and affordable energy future."

With approval of the proposed resource package by the MPUC, renewable energy resources— including wind, Canadian hydro, solar and biomass—will account for 44 percent of the utility's energy supply portfolio, exceeding the initial *EnergyForward* goal of one-third renewable power. Minnesota Power's long-term goal is an energy mix of two-thirds renewable energy and flexible, renewable-enabling natural gas and one-third environmentally compliant baseload coal.

Natural gas is an essential component of the resource package to be filed with regulators. Without this plant, Minnesota Power would be reliant on fluctuating wholesale market prices when sun and wind resources aren't available, increasing overall costs over the long-run.

"Through a unique partnership with Dairyland Power Cooperative and access to a competitive natural gas supply, this approximately \$350 million investment will further balance Minnesota Power's energy mix while contributing meaningful growth for ALLETE's shareholders," said ALLETE Chairman, President and CEO Al Hodnik. "Minnesota Power's *EnergyForward* investments and industrial load prospects complement nicely the nexus of energy and water growth initiatives already announced and additional opportunities being pursued by ALLETE Clean Energy and U.S. Water. The ALLETE of today is a stronger and much more balanced company, with each of its businesses providing attractive growth and diversity consistent with our overall growth thesis."



Minnesota Power will file later this summer with the MPUC requesting approval of the resource package. After filing, state regulators will open a formal review process to consider Minnesota Power's request. After input from stakeholders and the public, a final determination is expected in the latter half of 2018.

The details of Minnesota Power's proposal include:

- Natural gas. Minnesota Power is proposing a joint ownership structure with Dairyland Power Cooperative to build a state-of-the-art 525- to 550-megawatt combined-cycle natural gas power plant near Superior, Wisconsin. Minnesota Power would purchase approximately 50 percent of the plant's output (250 megawatts) from an ALLETE subsidiary starting in 2025 to serve customer load, stabilizing energy supply for times when renewable energy capability is lower. The project will create an estimated 260 construction jobs and employ approximately 25 full-time workers.
- Wind. Minnesota Power conducted a robust competitive process as part of its 2015 Integrated Resource Plan. An independent, third-party evaluator reviewed the bids and recommended a 250-megawatt, 20-year purchase power agreement (PPA) with independent power producer Tenaska, to be located in southwestern Minnesota. In addition to providing the lowest overall cost among the wind farm bids, Tenaska's Nobles 2 Power Partners wind farm will offer greater geographic diversity among Minnesota Power's wind resources and a highly efficient wind resource. Minnesota Power has an option to purchase the wind farm after 10 years of production.
- Solar. To achieve the state's solar requirements, the Minnesota Power package proposes to add 10 megawatts of solar power by 2020 through a 25-year PPA with Cypress Creek Renewables. The addition will complement the current 10-megawatt Camp Ripley project that was completed last year and will be placed within Minnesota Power's distribution system near Royalton in central Minnesota. The agreement includes an option for Minnesota Power to purchase the array.

Minnesota Power already is meeting or exceeding state standards for renewable power, energy conservation and carbon emission reduction through fleet transition of smaller coal units and the addition of renewable energy. The company has already achieved a 25 percent renewable energy mix well ahead of Minnesota's goal of 25 percent by 2025. Minnesota Power expects to reduce carbon emissions on its system by about 40 percent by 2030 compared with 2005 levels.

"We believe this resource package is the best way to meet changing customer expectations for clean energy while preserving safe, affordable and reliable supplies of energy for the customers who depend on us to power homes, schools, hospitals and the natural resource based industry that fuels our region's economy," Oachs said.

Minnesota Power provides electric service within a 26,000-square-mile area in Northeastern Minnesota, supporting comfort, security and quality of life for 145,000 customers, 16 municipalities and some of the largest industrial customers in the United States. More information is available at www.mnpower.com. ALE-CORP

The statements contained in this release, and statements that ALLETE may make orally in connection with this release that are not historical facts, are forward-looking statements. Actual results may differ materially from those projected in the forward-looking statements. These forward-looking statements involve risks and uncertainties and investors are directed to the risks discussed in documents filed by ALLETE with the Securities and Exchange Commission.

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STATE OF MINNESOTA)
) ss
COUNTY OF ST. LOUIS)

AFFIDAVIT OF SERVICE VIA
E-FILING AND
FIRST CLASS MAIL

Susan Romans, of the City of Duluth, County of St. Louis, State of Minnesota, says that on the **8th day of June, 2017**, she filed Minnesota Power's Extension Letter in **Docket No. E015/RP-15-690** on the Minnesota Public Utilities Commission and the Minnesota Department of Commerce via electronic filing. The remaining parties on the attached Official Service Lists were served as requested.



Susan Romans
Susan Romans

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