



414 Nicollet Mall
Minneapolis, MN 55401

June 18, 2019

—Via Electronic Filing—

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

RE: NOTIFICATION OF ACQUISITION AFFECTING OWNERSHIP OF THE LARGE WIND ENERGY CONVERSION SYSTEM SITE PERMIT FOR THE 84 MW FREEBORN WIND ENERGY PROJECT AND THE 7-MILE HIGH VOLTAGE TRANSMISSION LINE ROUTE PERMIT IN FREEBORN COUNTY

REQUEST FOR TRANSFER OF THE SITE PERMIT FOR THE LARGE WIND ENERGY CONVERSION SYSTEM FOR THE 84 MW FREEBORN WIND ENERGY PROJECT
DOCKET NO. IP-6946/WS-17-410

REQUEST FOR TRANSFER OF THE ROUTE PERMIT FOR THE 7-MILE HIGH VOLTAGE TRANSMISSION LINE IN FREEBORN COUNTY
DOCKET NO. IP-6946/TL-17-322

Dear Mr. Wolf:

Pursuant to Minn. Rules 7854.1400 and 7850.5000 and the Minnesota Public Utilities Commission's (Commission) December 19, 2018, ORDER ISSUING SITE PERMIT AND TAKING OTHER ACTION and May 10, 2019 ORDER AMENDING SITE PERMIT in Docket IP-6946/WS-17-410 (Site Permit Orders) and ORDER APPROVING ROUTE PERMIT in Docket No. IP-6946/TL-17-322 (Route Permit Order), Freeborn Wind Energy LLC (Freeborn Wind or Permittee) and Northern States Power Company, a Minnesota corporation (NSPM or the Company) jointly submit this Notice of Acquisition of Freeborn Wind, Request to Transfer the Large Wind Energy Conversion System (LWECS) Site Permit issued for the 84 MW Freeborn Wind Project and Request to Transfer the Freeborn Wind Energy LLC 7-mile High Voltage Transmission Line (HVTL) Route Permit issued in Freeborn County.

The Company requests the following persons be placed on the Commission's official service list for this docket:

Matt Harris
Xcel Energy Services Inc.
414 Nicollet Mall – 401 8th Floor
Minneapolis, MN 55401
matt.b.harris@xcelenergy.com

Lynnette Sweet
Regulatory Affairs
414 Nicollet Mall – 401 7th Floor
Minneapolis, MN 55401
regulatory.records@xcelenergy.com

BACKGROUND

Site Permit

On June 15, 2017, Freeborn Wind Energy LLC filed a Site Permit application in Docket No. IP-6946/WS-17-410 with the Commission for a Large Wind Energy Conversion System (LWECS) pursuant to Minn. Stat. § 216E.03, subd. 1.

On December 19, 2018, the Commission entered the Order issuing a Site Permit for a Large Wind Energy Conversion System in Freeborn County, Minnesota (Site Permit) to Freeborn Wind Energy, and on May 10, 2019, the Commission issued its Order amending the Site Permit.

Route Permit

On September 20, 2017, Freeborn Wind Energy LLC filed a Route Permit application in Docket No. IP-6946/TL-17-322 with the Commission for construction of a new 161 kV Transmission Line pursuant to Minn. Stat. § 216E and Minn. R. Chapter 7850.

On December 19, 2018, the Commission entered the Order issuing a Route Permit for a High-Voltage Transmission Line and Associated Facilities in Freeborn County, Minnesota (Route Permit) to Freeborn Wind Energy.

NOTICE OF ACQUISITION

The Freeborn Wind Farm will be built on approximately 26,273 acres of agricultural land in Hayward, London, Oakland and Shell Rock Townships, in Freeborn County, Minnesota.

Pursuant to Section 14.0 of the Site Permit, Freeborn Wind, as Permittee, is required to notify the Commission of a change in the owner(s) of the majority financial or governance interests in the Permittee.

With this filing, NSPM and Freeborn Wind provide notice to the Commission that on June 14, 2019 the companies closed on the sale of Freeborn Wind to NSPM, and as such, NSPM has assumed ownership of Freeborn Wind development assets, including the Freeborn Wind Farm.

REQUEST TO TRANSFER SITE PERMIT AND ROUTE PERMIT

Pursuant to Minn. Rule 7854.1400 and Section 14.0 of the Site Permit, Freeborn Wind, as Permittee for the LWECS and HVTL, requests approval to transfer the Site Permit to NSPM. Pursuant to Minn. Rule 7850.5000 and Section 11.0 of the Route Permit, Freeborn Wind, as Permittee under the Route Permit, requests approval to transfer the Route Permit to NSPM. In support of both requests, Freeborn Wind provides the following information:

- *Name of the existing permittee:* Freeborn Wind Energy LLC.
- *Name and description of the person to whom the permit is to be transferred:* Northern States Power Company, a Minnesota corporation, which is a public utility operating subsidiary of Xcel Energy Inc., a registered public utility holding company.
- *Reasons for the transfer:* On June 14, 2019, NSPM and Freeborn Wind closed on the sale of Freeborn Wind, including the Freeborn Wind LWECS and HVTL. In connection with that transaction, NSPM and Freeborn Wind are seeking to transfer the Site and Route Permits to NSPM.
- *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.
- *Requested date of the transfer:* July 15, 2019.

As supported by the Affidavit of Christopher B. Clark submitted herewith, NSPM, as Transferee for the LWECS and HVTL, states that it can and will comply with the conditions of the Site and Route Permits.

Freeborn Wind and NSPM state that they will provide notice of this request to those persons identified by the Commission as persons interested in the matter.

Please contact Jennifer Roesler at jennifer.roesler@xcelenergy.com or 612-330-1925 or Bria Shea at bria.e.shea@xcelenergy.com or 612-330-6064 if you have any questions regarding this filing.

Date: June 18, 2019

Freeborn Wind Energy LLC
Northern States Power Company

c: Service Lists

REQUEST FOR TRANSFER OF
THE LARGE WIND ENERGY
CONVERSION SYSTEM SITE
PERMIT ISSUED FOR THE 84
MW FREEBORN WIND PROJECT

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

REQUEST FOR TRANSFER OF
THE 7-MILE HIGH VOLTAGE
TRANSMISSION LINE ROUTE PERMIT
ISSUED IN FREEBORN COUNTY

DOCKET No. IP-6946/TL-17-322

AFFIDAVIT OF CHRISTOPHER B. CLARK

Christopher B. Clark, under oath, states:

1. I am employed by Northern States Power Company, a Minnesota corporation (NSP or the Company), which is a public utility operating subsidiary of Xcel Energy Inc., a registered public utility holding company. My business address is 414 Nicollet Mall, Minneapolis, Minnesota 55401. My title is President – Northern States Power Company – Minnesota.

2. I have more than 20 years of experience in the public utility industry and have worked extensively in connection with the Company's purchases and construction of wind energy generation facilities. The Company's engineering and construction team has extensive experience in the field of engineering and construction of electric power infrastructure.

3. I am submitting this Affidavit in support of the Company's request for the transfer of the Large Wind Energy Conversion System Site Permit Issued for the 84 MW Freeborn Wind Energy Project (Site Permit), which was originally granted by the Public Utilities Commission (Commission) in Docket No. IP-6946/WS-17-410 to Freeborn Wind Energy LLC; and for the transfer of the 7-Mile High Voltage Transmission Line Route Permit (Route Permit), which was originally granted to Freeborn Wind Energy LLC by the Commission in Docket No. IP-6946/TL-17-322.

4. I have reviewed all of the terms and conditions of the Site Permit and the Route Permit.

5. The Company agrees to abide by all of the terms and conditions of the Site Permit and the Route Permit and stands ready, willing and able to perform the obligations stated therein.

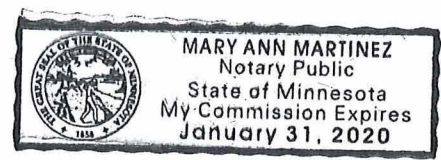
6. I have authority to bind the Company in the commitments made in this Affidavit.

Dated this 18th day of June, 2019.



Christopher B. Clark
President – NSPM

Subscribed and sworn to before me
this 18th day of June, 2019.



Notary Public
My Commission Expires: January 31, 2020

CERTIFICATE OF SERVICE

I, Paget Pengelly, hereby certify that I have this day served copies or summaries of the foregoing documents on the attached list(s) of persons.

xx by depositing a true and correct copy thereof, properly enveloped
with postage paid in the United States Mail at Minneapolis, Minnesota

or

xx electronic filing

Docket Nos. IP-6946/WS-17-410
IP-6946/TL-17-322

Dated this 18th day of June 2019

/s/

Paget Pengelly
Regulatory Administrator

First Name	Last Name	Email	Company Name	Address	Delivery Method	View Trade Secret	Service List Name
Lisa	Agrimonti	lagrimonti@fredlaw.com	Fredrikson & Byron, P.A.	200 South Sixth Street Suite 4000 Minneapolis, MN 55402	Electronic Service	No	OFF_SL_17-410_Official Service list Site permit
Christina	Brusven	cbrusven@fredlaw.com	Fredrikson Byron	200 S 6th St Ste 4000 Minneapolis, MN 554021425	Electronic Service	No	OFF_SL_17-410_Official Service list Site permit
Generic Notice	Commerce Attorneys	commerce.attorneys@ag.state.mn.us	Office of the Attorney General-DOC	445 Minnesota Street Suite 1800 St. Paul, MN 55101	Electronic Service	No	OFF_SL_17-410_Official Service list Site permit
Richard	Davis	Richard.Davis@state.mn.us	Department of Commerce	85 7th Place East Suite 500 Saint Paul, MN 55101	Electronic Service	Yes	OFF_SL_17-410_Official Service list Site permit
Ian	Dobson	residential.utilities@ag.state.mn.us	Office of the Attorney General-RUD	1400 BRM Tower 445 Minnesota St St. Paul, MN 551012131	Electronic Service	No	OFF_SL_17-410_Official Service list Site permit
Bret	Eknes	bret.eknes@state.mn.us	Public Utilities Commission	Suite 350 121 7th Place East St. Paul, MN 551012147	Electronic Service	Yes	OFF_SL_17-410_Official Service list Site permit
Sharon	Ferguson	sharon.ferguson@state.mn.us	Department of Commerce	85 7th Place E Ste 280 Saint Paul, MN 551012198	Electronic Service	No	OFF_SL_17-410_Official Service list Site permit
Sean	Gaston	sean.p.gaston@gmail.com		11133 850th Ave Glennville, MN 56036	Electronic Service	No	OFF_SL_17-410_Official Service list Site permit
Dorene	Hansen	dhansen078@gmail.com		12174 840 Avenue Glennville, MN 56036-4481	Electronic Service	No	OFF_SL_17-410_Official Service list Site permit
David	Harbert	dharbert@kaaltv.com	KAAL-TV	1320 Salem Rd SW Rochester, MN 55902	Electronic Service	No	OFF_SL_17-410_Official Service list Site permit

First Name	Last Name	Email	Company Name	Address	Delivery Method	View Trade Secret	Service List Name
Linda	Jensen	linda.s.jensen@ag.state.mn.us	Office of the Attorney General-DOC	1800 BRM Tower 445 Minnesota Street St. Paul, MN 551012134	Electronic Service	No	OFF_SL_17-410_Official Service list Site permit
Michael	Kaluzniak	mike.kaluzniak@state.mn.us	Public Utilities Commission	Suite 350 121 Seventh Place East St. Paul, MN 55101	Electronic Service	Yes	OFF_SL_17-410_Official Service list Site permit
Dan	Litchfield	DLitchfield@invenergyllc.com	Invenergy LLC	One S Wacker Dr Ste 1800 Chicago, IL 60606	Electronic Service	No	OFF_SL_17-410_Official Service list Site permit
Sue	Madson	sue_madson@hotmail.com		14806 830th Ave Glenville, MN 56036	Electronic Service	No	OFF_SL_17-410_Official Service list Site permit
Gregory R.	Merz	gregory.merz@gpmlaw.com	Gray, Plant, Mooty	80 S 8th St Ste 500 Minneapolis, MN 55402-5383	Electronic Service	No	OFF_SL_17-410_Official Service list Site permit
Allie	Olson	aa_olson@hotmail.com		12225 810th Ave Glenville, MN 56036	Electronic Service	No	OFF_SL_17-410_Official Service list Site permit
Carol A.	Overland	overland@legalectric.org	Legalelectric - Overland Law Office	1110 West Avenue Red Wing, MN 55066	Electronic Service	No	OFF_SL_17-410_Official Service list Site permit
Richard	Savelkoul	rsavelkoul@martinsquires.com	Martin & Squires, P.A.	332 Minnesota Street Ste W2750 St. Paul, MN 55101	Electronic Service	No	OFF_SL_17-410_Official Service list Site permit
LauraSue	Schlatter	LauraSue.Schlatter@state.mn.us	Office of Administrative Hearings	PO Box 64620 St. Paul, MN 55164-0620	Electronic Service	No	OFF_SL_17-410_Official Service list Site permit

First Name	Last Name	Email	Company Name	Address	Delivery Method	View Trade Secret	Service List Name
Janet	Shaddix Elling	jshaddix@janetshaddix.com	Shaddix And Associates	7400 Lyndale Ave S Ste 190 Richfield, MN 55423	Electronic Service	Yes	OFF_SL_17-410_Official Service list Site permit
Daniel P	Wolf	dan.wolf@state.mn.us	Public Utilities Commission	121 7th Place East Suite 350 St. Paul, MN 551012147	Electronic Service	No	OFF_SL_17-410_Official Service list Site permit

First Name	Last Name	Email	Company Name	Address	Delivery Method	View Trade Secret	Service List Name
Lisa	Agrimonti	lagrimonti@fredlaw.com	Fredrikson & Byron, P.A.	200 South Sixth Street Suite 4000 Minneapolis, MN 55402	Electronic Service	No	OFF_SL_17-322_Official List
David	Bell	david.bell@state.mn.us	Department of Health	POB 64975 St. Paul, MN 55164	Electronic Service	No	OFF_SL_17-322_Official List
Christina	Brusven	cbrusven@fredlaw.com	Fredrikson Byron	200 S 6th St Ste 4000 Minneapolis, MN 554021425	Electronic Service	No	OFF_SL_17-322_Official List
Generic Notice	Commerce Attorneys	commerce.attorneys@ag.state.mn.us	Office of the Attorney General-DOC	445 Minnesota Street Suite 1800 St. Paul, MN 55101	Electronic Service	Yes	OFF_SL_17-322_Official List
Ian	Dobson	residential.utilities@ag.state.mn.us	Office of the Attorney General-RUD	1400 BRM Tower 445 Minnesota St St. Paul, MN 551012131	Electronic Service	Yes	OFF_SL_17-322_Official List
Randall	Doneen	randall.doneen@state.mn.us	Department of Natural Resources	500 Lafayette Rd, PO Box 25 Saint Paul, MN 55155	Electronic Service	No	OFF_SL_17-322_Official List
Kate	Fairman	kate.frantz@state.mn.us	Department of Natural Resources	Box 32 500 Lafayette Rd St. Paul, MN 551554032	Electronic Service	No	OFF_SL_17-322_Official List
Annie	Felix Gerth	annie.felix-gerth@state.mn.us		Board of Water & Soil Resources 520 Lafayette Rd Saint Paul, MN 55155	Electronic Service	No	OFF_SL_17-322_Official List
Sharon	Ferguson	sharon.ferguson@state.mn.us	Department of Commerce	85 7th Place E Ste 280 Saint Paul, MN 551012198	Electronic Service	No	OFF_SL_17-322_Official List
Sean	Gaston	sean.p.gaston@gmail.com		11133 850th Ave Glenville, MN 56036	Electronic Service	No	OFF_SL_17-322_Official List

First Name	Last Name	Email	Company Name	Address	Delivery Method	View Trade Secret	Service List Name
Dorene	Hansen	dhansen078@gmail.com		12174 840 Avenue Glenville, MN 56036-4481	Electronic Service	No	OFF_SL_17-322_Official List
Kari	Howe	kari.howe@state.mn.us	DEED	332 Minnesota St, #E200 1ST National Bank Bldg St. Paul, MN 55101	Electronic Service	No	OFF_SL_17-322_Official List
STACY	KOTCH EGSTAD	Stacy.Kotch@state.mn.us	MINNESOTA DEPARTMENT OF TRANSPORTATION	395 John Ireland Blvd. St. Paul, MN 55155	Electronic Service	No	OFF_SL_17-322_Official List
Ray	Kirsch	Raymond.Kirsch@state.mn.us	Department of Commerce	85 7th Place E Ste 500 St. Paul, MN 55101	Electronic Service	No	OFF_SL_17-322_Official List
Karen	Kromar	karen.kromar@state.mn.us	MN Pollution Control Agency	520 Lafayette Rd Saint Paul, MN 55155	Electronic Service	No	OFF_SL_17-322_Official List
Dan	Litchfield	DLitchfield@invenergyllc.com	Invenergy LLC	One S Wacker Dr Ste 1800 Chicago, IL 60606	Electronic Service	No	OFF_SL_17-322_Official List
Sue	Madson	sue_madson@hotmail.com		14806 830th Ave Glenville, MN 56036	Electronic Service	No	OFF_SL_17-322_Official List
Anne	Marcotte	anne.marcotte@co.aitkin.mn.us	Aitkin County Board	Aitkin County Commission PO Box 192 Hill City, Minnesota 55748	Electronic Service	No	OFF_SL_17-322_Official List
James	Mortenson	james.mortenson@state.mn.us	Office of Administrative Hearings	PO BOX 64620 St. Paul, MN 55164-0620	Electronic Service	Yes	OFF_SL_17-322_Official List

First Name	Last Name	Email	Company Name	Address	Delivery Method	View Trade Secret	Service List Name
Debra	Moynihan	debra.moynihan@state.mn.us	MN Department of Transportation	395 John Ireland Blvd MS 620 St. Paul, MN 55155-1899	Electronic Service	No	OFF_SL_17-322_Official List
Allie	Olson	aa_olson@hotmail.com		12225 810th Ave Glenville, MN 56036	Electronic Service	No	OFF_SL_17-322_Official List
Carol A.	Overland	overland@legalelectric.org	Legalelectric - Overland Law Office	1110 West Avenue Red Wing, MN 55066	Electronic Service	No	OFF_SL_17-322_Official List
Stephan	Roos	stephan.roos@state.mn.us	MN Department of Agriculture	625 Robert St N Saint Paul, MN 55155-2538	Electronic Service	No	OFF_SL_17-322_Official List
Janet	Shaddix Elling	jshaddix@janetshaddix.com	Shaddix And Associates	7400 Lyndale Ave S Ste 190 Richfield, MN 55423	Electronic Service	Yes	OFF_SL_17-322_Official List
Sara	Smith	sara.smith@metc.state.mn.us	Metropolitan Council	390 Robert St N St. Paul, MN 55101-1805	Electronic Service	No	OFF_SL_17-322_Official List
Daniel P	Wolf	dan.wolf@state.mn.us	Public Utilities Commission	121 7th Place East Suite 350 St. Paul, MN 551012147	Electronic Service	Yes	OFF_SL_17-322_Official List