



414 Nicollet Mall
Minneapolis, Minnesota 55401

June 11, 2014

— VIA ELECTRONIC FILING —

Dr. Burl W. Haar
Minnesota Public Utilities Commission
121 7th Place East, Suite 350
St. Paul, MN 55101-2147

RE: PETITION FOR APPROVAL OF THE FIRST AMENDMENT TO A POWER PURCHASE
AGREEMENT WITH BEST POWER INTL., LLC
DOCKET NO. E002/M-14-____

Dear Dr. Haar:

Enclosed is our Petition requesting approval of the First Amendment to the Power Purchase Agreement (PPA) between Xcel Energy and Best Power Intl., LLC which would increase the facility's nameplate capacity from 400 to 500 MW of solar generation.

We have electronically filed this document with the Minnesota Public Utilities Commission, and copies have been served on the parties on the attached service list.

Please contact me at (612) 330-7529 or paul.lehman@xcelenergy.com if you have any questions regarding this filing.

Sincerely,

/s/

PAUL J LEHMAN
MANAGER, REGULATORY COMPLIANCE & FILINGS

Enclosure
c: Service List

STATE OF MINNESOTA
BEFORE THE
MINNESOTA PUBLIC UTILITIES COMMISSION

Beverly Jones Heydinger	Chair
David C. Boyd	Commissioner
Nancy Lange	Commissioner
Dan Lipschultz	Commissioner
Betsy Wergin	Commissioner

IN THE MATTER OF THE PETITION OF
NORTHERN STATES POWER COMPANY
FOR APPROVAL OF THE FIRST
AMENDMENT TO THE POWER PURCHASE
AGREEMENT WITH BEST POWER INTL.,
LLC

DOCKET NO. E002/M-14-____

PETITION

INTRODUCTION

Northern States Power Company, doing business as Xcel Energy, submits this Petition requesting approval of the First Amendment to the Power Purchase Agreement with Best Power Intl., LLC for 500 kW of solar generation. The Company requests the Minnesota Public Utilities Commission find that this Amendment is reasonable and in the public interest for the following reasons:

- The amended Best Power PPA continues to comply with Minn. Stat. § 216B.1691 (renewable energy objectives) and can be used to meet the Company's obligations under that statute;
- Costs related to the amended Best Power PPA continue to be subject to review for recovery through the Company's Fuel Clause Rider, pursuant to Minn. Stat. § 216B.1645; and
- This amended PPA continues to be subject to ongoing prudence review through the annual automatic adjustment reports.

The First Amendment increases the nameplate capacity of the Best Power project from 400 kW to 500 kW. We have included a copy of the executed First Amendment as Attachment A. We believe this amendment to the Best Power PPA is reasonable because the project has recently been approved for a Renewable Development Fund (RDF) grant to increase its capacity using new technology. Furthermore, the Solar Energy Standard (SES) legislation passed in 2013 requires the Company to provide a

larger quantity of solar power than is currently in our portfolio. This increase in nameplate capacity will help achieve the SES.

We believe this amendment is in the public interest and respectfully request the Commission approve the First Amendment.

In this Petition, we outline:

- The Project background;
- The terms of the First Amendment; and
- Why we believe the First Amendment is reasonable and should be approved.

I. SUMMARY OF FILING

A one-paragraph summary of this filing accompanies this petition pursuant to Minnesota Rule 7829.1300, subp. 1.

II. SERVICE ON OTHER PARTIES

Pursuant to Minnesota Rule 7829.1300, subp. 2, we have electronically filed this document with the Minnesota Public Utilities Commission, and copies have been served on the parties on the attached miscellaneous electric service list.

III. GENERAL FILING INFORMATION

Pursuant to Minn. R. 7829.1300, subp. 3, Xcel Energy provides the following required information.

A. Name, Address, and Telephone Number of Utility

Northern States Power Company, doing business as Xcel Energy
414 Nicollet Mall
Minneapolis, Minnesota 55401
(612) 330-5500

B. Name, Address, and Telephone Number of Utility Attorney

James R. Denniston
Assistant General Counsel
Xcel Energy
414 Nicollet Mall, 5th Floor
Minneapolis, Minnesota 55401
(612) 215-4656

C. Date of Filing and Proposed Effective Date of Rates

Xcel Energy submits this petition for approval on June 11, 2014.

D. Statute Controlling Schedule for Processing the Filing

Because no determination of Xcel Energy’s general revenue requirement is necessary, this filing falls within the definition of a miscellaneous tariff filing under Minn. R. 7829.0100, subp. 11. Pursuant to Minn. R. 7829.0100, subps. 1 and 4, initial comments on a miscellaneous tariff filing are due within 30 days of filing, and replies are due 10 days from the expiration of the original comment period. We request prompt approval to allow for implementation of the increase in nameplate capacity by late 2014 or early 2015.

E. Utility Employee Responsible for Filing

Paul J Lehman
Manager, Regulatory Compliance & Filings
Xcel Energy
414 Nicollet Mall, 7th Floor
Minneapolis, Minnesota 55401
612-330-7529

IV. MISCELLANEOUS INFORMATION

Pursuant to Minnesota Rule 7829.0700, Xcel Energy requests that the following persons be placed on the Commission’s official service list for this matter:

James R. Denniston
Assistant General Counsel
Xcel Energy
414 Nicollet Mall, 5th Floor
Minneapolis, Minnesota 55401
james.r.denniston@xcelenergy.com

SaGonna Thompson
Records Analyst
Xcel Energy
414 Nicollet Mall, 7th Floor
Minneapolis, Minnesota 55401
Regulatory.records@xcelenergy.com

V. DESCRIPTION AND PURPOSE OF FILING

A. Project Background

Best Power is currently a 400 kW solar project located at St. John’s Abbey and University in Stearns County in Collegeville, MN. Best Power is a single-purpose entity created by project participants to construct, own and operate this solar

generation system. The PPA for solar generation with Best Power was the result of contract negotiations for the purchase of energy from a project selected to receive a grant award from Xcel Energy's Renewable Development Fund (RDF)¹ program in 2008.² The Company submitted a request for approval of the Best Power PPA on December 30, 2009. The PPA was approved in Docket No. E002/M-09-1481 by the Commission on June 25, 2010. In that Order, the Commission also approved an interconnection agreement with Best Power and the Order of St. Benedict at St. John's Abbey, an electric service agreement with Best Power, and an addendum to an existing ESA with the Order of St. Benedict.

B. Relevant Amendment Terms

Under the terms of the original PPA with Best Power, the nameplate capacity of the solar facility was 400 kW. The First Amendment updates the stated Committed Nameplate Capacity from 400 kW to 500kW³ in several sections of the PPA and its appendices.⁴ The PPA term continues to be 20 years, Year 5 having begun on May 26, 2014, and the pricing was not adjusted as a result of the First Amendment.

The original Best Power solar generation facility was approved in the RDF program's third cycle. Best Power is increasing the nameplate capacity of its facility after applying for and receiving an RDF grant in the fourth cycle grant round, approved by the Commission in its March 11, 2014 Order in Docket No. E002/M-12-1278. The original facility uses a motorized horizontal-axis tracking array, and the modules sit on beams that rotate east to west on a horizontal axis throughout the day, following the path of the sun. The new array will incorporate fixed-tilt technology and provide an on-site, side-by-side comparison of competing solar technologies between the original array and the new array.

The Commercial Operation Date for the added array is expected to be late 2014 or early 2015.

¹ The RDF program was established in 1994 by the Minnesota legislature. As a condition of storing spent nuclear fuel in dry casks at both the Prairie Island plant and the Monticello Nuclear Power Plant, Minn. Stat. 116C.779 currently requires the Company to transfer \$26.0 million annually to the RDF account. The purpose of RDF is to provide financial support for new and emerging renewable energy production projects as well as renewable energy research and development projects.

² The Commission approved an RDF cycle three grant award in the amount of \$1,994,000 for Best Power's solar project in its Order dated April 1, 2008 (Docket No. E002/M-07-675).

³ As stated in the RDF grant request for this project expansion, Best Power is adding 198 kW to the existing 400 kW solar facility. However, the capacity for the project will be limited by the 500 kW rating of the existing inverter.

⁴ Article II, 2.5 and Appendices C & D

C. Reasonableness of the First Amendment

The First Amendment to the Best Power PPA is reasonable because the pricing remains consistent from the original PPA approved by the Commission, thus protecting our customers from any cost increases. While the added nameplate capacity may mean that more energy is purchased from this solar facility than presently, any energy purchases made from the new array will help the Company meet the Solar Energy Standard (SES) which requires that 1.5 percent of retail sales be from solar generation by the year 2020. Because the new array will be built to provide a comparison with the current array, the metering equipment will allow Best Power to track the new generation, which qualifies under the SES, separately from the generation at the original array, which would not qualify for the SES as it was in service before the legislation was enacted.

Furthermore, this project has been funded by the Company's RDF program and the grant award to Best Power has been already approved by the Commission. The project has been vetted by the Commission as acceptable for purposes of the RDF grant award.

VI. EFFECT OF PROJECT ON XCEL ENERGY REVENUE

No net change in revenue to Xcel Energy in the Minnesota jurisdiction will result from this PPA amendment. Pursuant to Minn. Stat. §216B.1645, the Minnesota portion of these energy costs will continue to be recovered through the Fuel Cost Charge of the Fuel Clause Rider. The costs will be recovered through similar mechanisms in the other states we serve.

CONCLUSION

Xcel Energy respectfully requests the Commission approve the First Amendment to the Best Power Intl, LLC PPA. We believe the First Amendment is reasonable and in the public interest as it will not result in any additional costs to our customers and will help the Company to satisfy the Solar Energy Standards set forth in Minn. Stat. § 216B.1691. Approval of this amendment is consistent with past Commission approvals and will assist the Company in meeting the requirement to serve 1.5 percent of our retail customer load with solar energy by 2020. Therefore, the Company respectfully requests the Commission find that:

- The First Amendment to the Best Power PPA is reasonable and in the public interest; and

- This amended PPA is subject to ongoing prudence review through the annual automatic adjustment reports.

Dated: June 11, 2014

Northern States Power Company

Respectfully submitted by,

/s/

PAUL J LEHMAN
MANAGER, COMPLIANCE AND FILINGS

STATE OF MINNESOTA
BEFORE THE
MINNESOTA PUBLIC UTILITIES COMMISSION

Beverly Jones Heydinger
David C. Boyd
Nancy Lange
Dan Lipschultz
Betsy Wergin

Chair
Commissioner
Commissioner
Commissioner
Commissioner

IN THE MATTER OF THE PETITION OF
NORTHERN STATES POWER COMPANY
FOR APPROVAL OF THE FIRST
AMENDMENT TO THE POWER PURCHASE
AGREEMENT WITH BEST POWER INTL.,
LLC

DOCKET NO. E002/M-14-____

PETITION

SUMMARY OF FILING

Please take note that on June 11, 2014, Northern States Power Company, doing business as Xcel Energy, filed with the Minnesota Public Utilities Commission a Petition for approval of the First Amendment to the Power Purchase Agreement (PPA) between Xcel Energy and Best Power Intl., LLC which would increase the facility's nameplate capacity from 400 to 500 MW of solar generation

**FIRST AMENDMENT
TO
SOLAR POWER PURCHASE AGREEMENT
BETWEEN
BEST POWER INTL., LLC
AND
NORTHERN STATES POWER COMPANY**

This First Amendment to Solar Power Purchase Agreement (this "First Amendment") is entered into as of this 12 day of May, 2014 (the "Effective Date"), by and between Best Power Intl., LLC ("Seller"), and Northern States Power Company, a Minnesota corporation with headquarters in Minneapolis, Minnesota ("NSP"). Seller and NSP are hereinafter referred to individually as a "Party" and collectively as the "Parties". Unless otherwise defined herein, capitalized terms shall be given their respective meanings as set forth in the SPPA.

Recitals:

WHEREAS, Seller and NSP are parties to that certain Solar Power Purchase Agreement dated as of December 1, 2009 as amended (the "SPPA") and;

WHEREAS, the Parties desire to amend the SPPA by increasing the capacity of the Plant from 400 kW to 500 kW.

Agreement

NOW, THEREFORE, in consideration of the mutual covenants herein contained, the sufficiency and adequacy of which are hereby acknowledged, the Parties hereby agree as follows:

1. Section 1.34, Plant, shall be deleted in its entirety and replaced with the following:

Plant: *The 500 kW photovoltaic solar generating facility owned and operated by Seller, including the Interconnection Facilities required to deliver the Net Energy of the Plant to the Point of Interconnection.*

2. Section 2.5, Committed Nameplate Capacity, shall be deleted in its entirety and replaced with the following:

2.5 Committed Nameplate Capacity. *Seller agrees that the Committed Nameplate Capacity shall be 500 kW. Seller shall limit the actual electrical deliveries from the Plant under this Agreement to no more than 500 kW.*

3. Appendix C of the SPPA is hereby replaced with a new Appendix C, attached hereto.

4 Appendix D of the SPPA is hereby replaced with a new Appendix D, attached hereto.

5. **MPUC Approval.** This First Amendment shall be effective as of the date that an order granting MPUC approval is in effect. NSP agrees to file this First Amendment within 30 Days after execution of this First Amendment and shall request Negative Checkoff Approval for this First Amendment. If Negative Checkoff Approval does not occur for any reason, this First Amendment shall be subject to such consideration and approval as may be determined by the MPUC, and the Parties agree to use commercially reasonable efforts to seek such approval.

(a) NSP shall use commercially reasonable efforts to obtain MPUC approval of this First Amendment and that NSP's purchase under the PPA as amended hereunder is reasonable and in the public interest subject only MPUC's right to ongoing prudency review of NSP's purchase hereunder.

(b) Notwithstanding anything to the contrary contained in this First Amendment or in the PPA, in the event that the MPUC rejects MPUC approval, imposes conditions on MPUC approval that are unsatisfactory to NSP in its sole discretion, otherwise declines to approve this First Amendment, or fails to render a decision within two hundred forty (240) days following NSP's filing of this First Amendment, then the PPA shall remain in full force and effect in accordance with its terms.

6. **Governing Law** This First Amendment shall be governed by and interpreted in accordance with the laws of the State of Minnesota applicable to contracts made and to be performed in the State of Minnesota.

[Signatures follow on the next page.]

IN WITNESS WHEREOF, the Parties have executed this First Amendment to be executed as of the Effective Date.

Best Power Int'l, LLC

By: _____

Name: _____

Title: _____

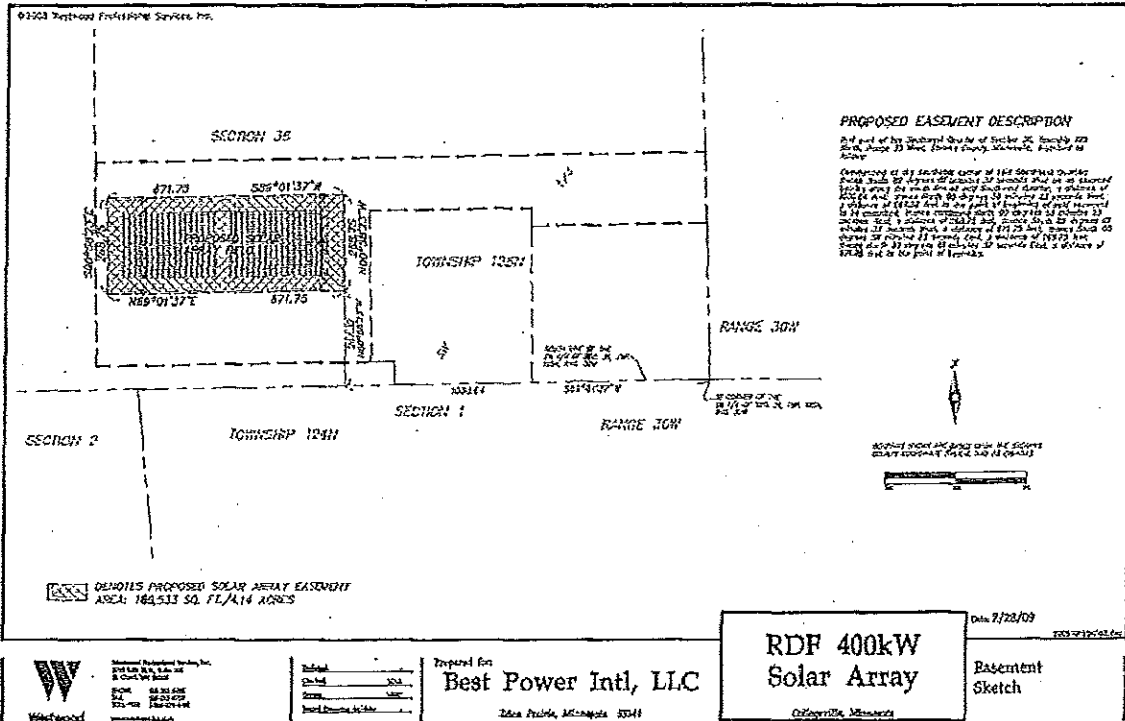
Northern States Power Company, a Minnesota Corporation

BY: _____

Tim Kawakami
Director, Purchased Power
Xcel Energy Services Inc., as agent
for Northern States Power Company

APPENDIX D

DESCRIPTION OF THE SITE



RDF 400kW
Solar Array

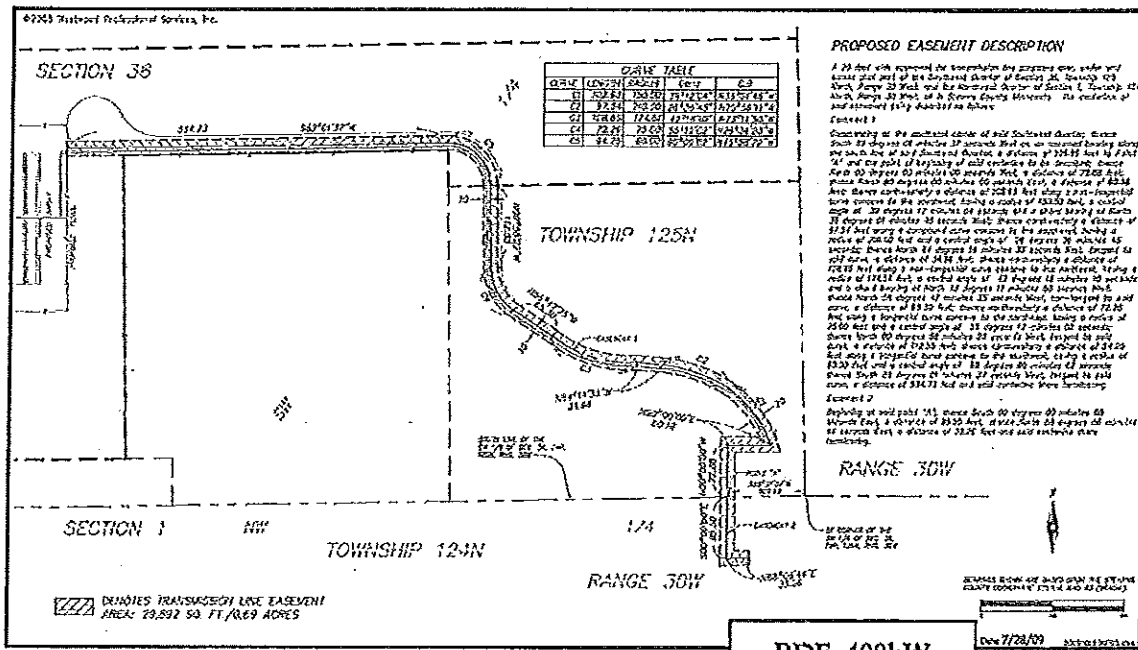
Date: 7/28/09

Westwood Environmental Services, Inc.
P.O. Box 100, Ames, IA 50010
Phone: 515-326-1000
Fax: 515-326-1001
www.westwoodenv.com

Author:	
Checked:	
Date:	
Scale:	
Drawn/Checked:	

Prepared for
Best Power Intl, LLC
2505 Pacific, Minneapolis, MN 55441

Statement
Sketch

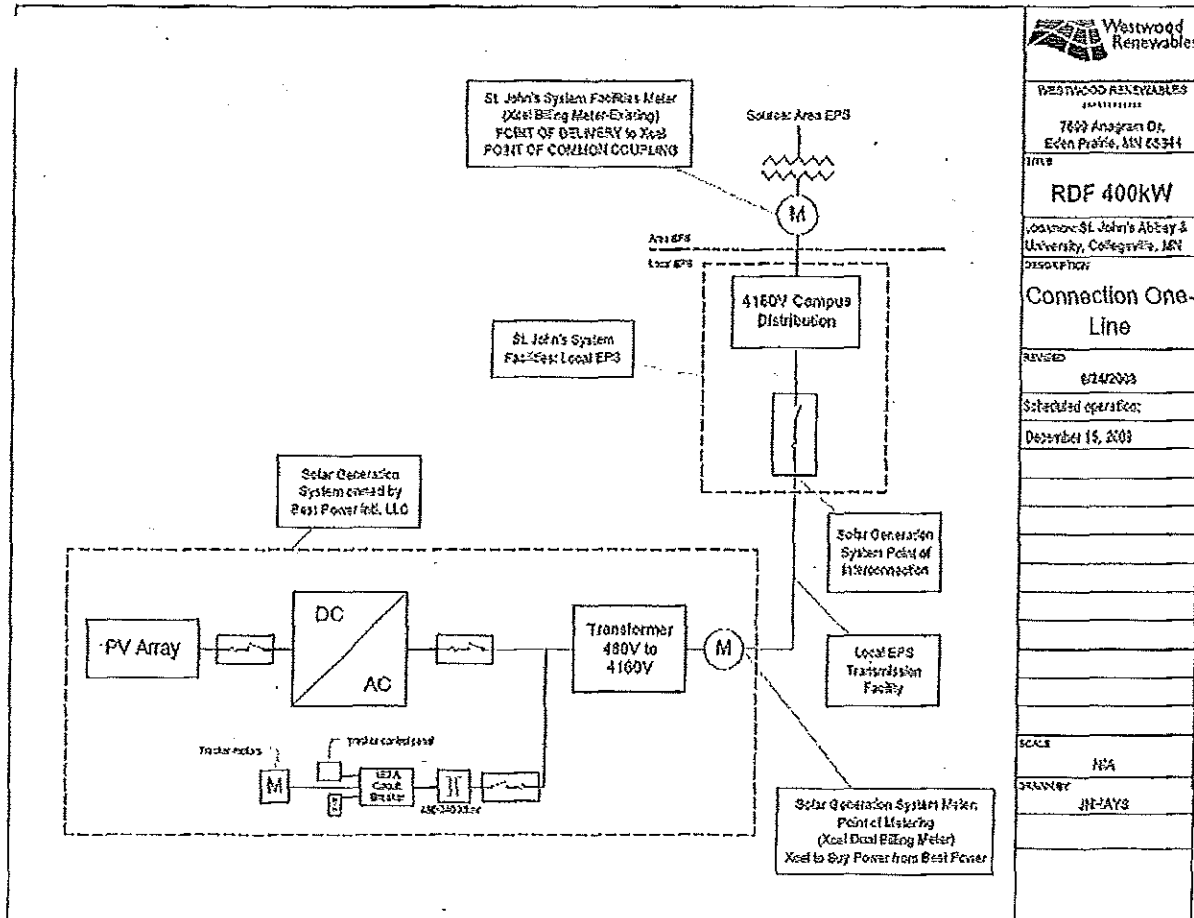


Best Power Intl, LLC
Mesa Prairie, Minnesota 55944

RDF 400kW Solar Array
Co. Dufferin, Minnesota

Date 7/28/09
Easement Sketch

APPENDIX C
 DIAGRAM OF POINT OF DELIVERY



WESTWOOD RENEWABLES 7699 Anagram Dr. Eden Prairie, MN 55344	
RDF 400kW	
Location: St. John's Abbey & University, Collegeville, MN	
Connection One-Line	
REVISED	07/20/03
Scheduled operation: December 15, 2003	
SCALE	NEA
DRAWN BY	JH-LAYS

CERTIFICATE OF SERVICE

I, Theresa Sarafolean, hereby certify that I have this day served copies of the foregoing document on the attached list of persons.

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

xx electronic filing

DOCKET NOS. E002/M-14-____

MISCELLANEOUS ELECTRIC SERVICE LIST

Dated this 11th day of June 2014

/s/

Theresa Sarafolean

First Name	Last Name	Email	Company Name	Address	Delivery Method	View Trade Secret	Service List Name
Christopher	Anderson	canderson@allete.com	Minnesota Power	30 W Superior St Duluth, MN 558022191	Electronic Service	No	GEN_SL_Northern States Power Company dba Xcel Energy-Elec_Xcel Miscl Electric
Julia	Anderson	Julia.Anderson@ag.state.mn.us	Office of the Attorney General-DOC	1800 BRM Tower 445 Minnesota St St. Paul, MN 551012134	Electronic Service	No	GEN_SL_Northern States Power Company dba Xcel Energy-Elec_Xcel Miscl Electric
James J.	Bertrand	james.bertrand@leonard.com	Leonard Street & Deinard	150 South Fifth Street, Suite 2300 Minneapolis, MN 55402	Electronic Service	No	GEN_SL_Northern States Power Company dba Xcel Energy-Elec_Xcel Miscl Electric
Michael	Bradley	mike.bradley@lawmoss.com	Moss & Barnett	Suite 4800 90 S 7th St Minneapolis, MN 55402-4129	Electronic Service	No	GEN_SL_Northern States Power Company dba Xcel Energy-Elec_Xcel Miscl Electric
Jeffrey A.	Daugherty	jeffrey.daugherty@centerpointenergy.com	CenterPoint Energy	800 LaSalle Ave Minneapolis, MN 55402	Electronic Service	No	GEN_SL_Northern States Power Company dba Xcel Energy-Elec_Xcel Miscl Electric
Ian	Dobson	ian.dobson@ag.state.mn.us	Office of the Attorney General-RUD	Antitrust and Utilities Division 445 Minnesota Street, BRM Tower St. Paul, MN 55101	Electronic Service 1400	No	GEN_SL_Northern States Power Company dba Xcel Energy-Elec_Xcel Miscl Electric
Sharon	Ferguson	sharon.ferguson@state.mn.us	Department of Commerce	85 7th Place E Ste 500 Saint Paul, MN 551012198	Electronic Service	No	GEN_SL_Northern States Power Company dba Xcel Energy-Elec_Xcel Miscl Electric
Burl W.	Haar	burl.haar@state.mn.us	Public Utilities Commission	Suite 350 121 7th Place East St. Paul, MN 551012147	Electronic Service	No	GEN_SL_Northern States Power Company dba Xcel Energy-Elec_Xcel Miscl Electric
Michael	Hoppe	il23@mtn.org	Local Union 23, I.B.E.W.	932 Payne Avenue St. Paul, MN 55130	Electronic Service	No	GEN_SL_Northern States Power Company dba Xcel Energy-Elec_Xcel Miscl Electric
Alan	Jenkins	aj@jenkinsatlaw.com	Jenkins at Law	2265 Roswell Road Suite 100 Marietta, GA 30062	Electronic Service	No	GEN_SL_Northern States Power Company dba Xcel Energy-Elec_Xcel Miscl Electric

First Name	Last Name	Email	Company Name	Address	Delivery Method	View Trade Secret	Service List Name
Richard	Johnson	Rick.Johnson@lawmoss.com	Moss & Barnett	90 South 7th Street Suite #4800 Minneapolis, MN 554024129	Electronic Service	No	GEN_SL_Northern States Power Company dba Xcel Energy-Elec_Xcel Miscl Electric
Mark J.	Kaufman	mkaufman@ibewlocal949.org	IBEW Local Union 949	12908 Nicollet Avenue South Burnsville, MN 55337	Electronic Service	No	GEN_SL_Northern States Power Company dba Xcel Energy-Elec_Xcel Miscl Electric
Thomas G.	Koehler	N/A	Local Union #160, IBEW	2909 Anthony Ln Minneapolis, MN 55418-3238	Paper Service	No	GEN_SL_Northern States Power Company dba Xcel Energy-Elec_Xcel Miscl Electric
Michael	Krikava	mkrikava@briggs.com	Briggs And Morgan, P.A.	2200 IDS Center 80 S 8th St Minneapolis, MN 55402	Electronic Service	No	GEN_SL_Northern States Power Company dba Xcel Energy-Elec_Xcel Miscl Electric
Douglas	Larson	dlarson@dakotaelectric.com	Dakota Electric Association	4300 220th St W Farmington, MN 55024	Electronic Service	No	GEN_SL_Northern States Power Company dba Xcel Energy-Elec_Xcel Miscl Electric
John	Lindell	agorud.ecf@ag.state.mn.us	Office of the Attorney General-RUD	1400 BRM Tower 445 Minnesota St St. Paul, MN 551012130	Electronic Service	No	GEN_SL_Northern States Power Company dba Xcel Energy-Elec_Xcel Miscl Electric
Pam	Marshall	pam@energycents.org	Energy CENTS Coalition	823 7th St E St. Paul, MN 55106	Electronic Service	No	GEN_SL_Northern States Power Company dba Xcel Energy-Elec_Xcel Miscl Electric
Andrew	Moratzka	apmoratzka@stoel.com	Stoel Rives LLP	33 South Sixth Street Suite 4200 Minneapolis, MN 55402	Electronic Service	No	GEN_SL_Northern States Power Company dba Xcel Energy-Elec_Xcel Miscl Electric
David W.	Niles	david.niles@avantenergy.com	Minnesota Municipal Power Agency	Suite 300 200 South Sixth Street Minneapolis, MN 55402	Electronic Service	No	GEN_SL_Northern States Power Company dba Xcel Energy-Elec_Xcel Miscl Electric
Richard	Savelkoul	rsavelkoul@martinsquires.com	Martin & Squires, P.A.	332 Minnesota Street Ste W2750 St. Paul, MN 55101	Electronic Service	No	GEN_SL_Northern States Power Company dba Xcel Energy-Elec_Xcel Miscl Electric

First Name	Last Name	Email	Company Name	Address	Delivery Method	View Trade Secret	Service List Name
Ken	Smith	ken.smith@districtenergy.com	District Energy St. Paul Inc.	76 W Kellogg Blvd St. Paul, MN 55102	Electronic Service	No	GEN_SL_Northern States Power Company dba Xcel Energy-Elec_Xcel Miscl Electric
Ron	Spangler, Jr.	rlspangler@otpc.com	Otter Tail Power Company	215 So. Cascade St. PO Box 496 Fergus Falls, MN 565380496	Electronic Service	No	GEN_SL_Northern States Power Company dba Xcel Energy-Elec_Xcel Miscl Electric
Byron E.	Starns	byron.starns@leonard.com	Leonard Street and Deinard	150 South 5th Street Suite 2300 Minneapolis, MN 55402	Electronic Service	No	GEN_SL_Northern States Power Company dba Xcel Energy-Elec_Xcel Miscl Electric
James M.	Strommen	jstrommen@kennedy-graven.com	Kennedy & Graven, Chartered	470 U.S. Bank Plaza 200 South Sixth Street Minneapolis, MN 55402	Electronic Service	No	GEN_SL_Northern States Power Company dba Xcel Energy-Elec_Xcel Miscl Electric
Eric	Swanson	eswanson@winthrop.com	Winthrop Weinstine	225 S 6th St Ste 3500 Capella Tower Minneapolis, MN 554024629	Electronic Service	No	GEN_SL_Northern States Power Company dba Xcel Energy-Elec_Xcel Miscl Electric
SaGonna	Thompson	Regulatory.Records@xcelenergy.com	Xcel Energy	414 Nicollet Mall FL 7 Minneapolis, MN 554011993	Electronic Service	No	GEN_SL_Northern States Power Company dba Xcel Energy-Elec_Xcel Miscl Electric
Lisa	Veith	lisa.veith@ci.stpaul.mn.us	City of St. Paul	400 City Hall and Courthouse 15 West Kellogg Blvd. St. Paul, MN 55102	Electronic Service	No	GEN_SL_Northern States Power Company dba Xcel Energy-Elec_Xcel Miscl Electric