

STATE OF MINNESOTA
OFFICE OF ADMINISTRATIVE HEARINGS
FOR THE PUBLIC UTILITIES COMMISSION

In the Matters of the Applications of
Benton Solar, LLC for Site Permits for the
100 MW Solar Energy Generating System
and 100 MW Battery Energy Storage
System and a Route Permit for the 115 kV
High-Voltage Transmission Line
Associated with the Benton Solar Project
in Benton County, Minnesota

PROTECTIVE ORDER

This matter came before Administrative Law Judge Megan J. McKenzie upon the joint request of the parties.

Micah Revell, Stinson LLP, appeared on behalf of Benton Solar, LLC (Benton Solar/Applicant);

Katherine Arnold, Assistant Attorney General, appeared on behalf of the Minnesota Department of Commerce (Department);

Kevin Pranis participated on behalf of LIUNA Minnesota and North Dakota (LIUNA);

Charles Sutton participated on behalf of the International Union of Operating Engineers Local 49 and the North Central States Regional Council of Carpenters (Local 49/Carpenters); and

Cezar Panait participated on behalf of the Minnesota Public Utilities Commission (Commission) Staff.

Background

The purpose of this Order is to facilitate the disclosure of documents and information during the course of this proceeding and to protect against the unauthorized disclosure of: (1) protected data within the meaning of Minn. R. 7829.0100, subp. 19a (2023); or (2) “security information,” “trade secret information,” or “not public data” within the meaning of Minn. Stat. §§ 13.02, subd. 8a, 13.37, subd. 1(a), (b) (2024). Such documents, information and data shall be referred to as “Protected Data.”

For purposes of this Order, “government agency” or “government agencies” has the same meaning as “state agency” under Minn. Stat. § 13.02, subd. 17 (2024). Access

to and use of Protected Data in this proceeding by parties other than government agencies shall be strictly controlled by the terms of this Order. The parties other than governmental agencies are hereafter referred to in this Order as parties, persons, recipients or entities.

The government agencies with access to Protected Data include the Minnesota Public Utilities Commission, the Office of Administrative Hearings (OAH), the Office of the Attorney General, the Minnesota Department of Commerce, the Minnesota Department of Administration, and Minnesota IT Services. Government agencies are subject to various laws and rules regulating access to and retention of data, including the Minnesota Government Data Practices Act (MGDPA), Minn. Stat. §§ 13.01-.90 (2024), the records retention requirements of Minn. Stat. §§ 138.163-.226 (2024), as well as agency-specific rules and procedures, including the Commission's September 1, 1999, Revised Procedures for Handling Trade Secret and Privileged Data (Commission Procedures).

This matter was referred to the OAH by the Commission for a contested case hearing in its Notice of and Order for Hearing (December 19, 2024). The Order was issued in MPUC Docket Nos. IP-7115/GS-23-423, IP-7115/ESS-24-283 and, IP-7115/TL-23-425.

Minn. Stat. § 14.60, subd. 2 (2024), authorizes the Administrative Law Judge to conduct a closed hearing to discuss Protected Data, issue necessary protective orders, and seal all or part of the hearing record.

Based upon the submissions of the parties and participants, and upon the hearing record,

IT IS HEREBY ORDERED THAT:

Protected Data

1. The "Protected Data" as used in this Order is defined as: (1) protected data within the meaning of Minn. R. 7829.0100, subp. 19a; or (2) "security information," "trade secret information," or "not public data" within the meaning of Minn. Stat. §§ 13.02, subd. 8a, 13.37, subd. 1(a), (b).

2. All Protected Data furnished in this proceeding shall be:

- (a) Deemed furnished pursuant to all terms of this Order;
- (b) Treated by all persons accorded access thereto pursuant to this Order as constituting confidential business information;
- (c) Protected Data shall be marked substantially as follows by stamping each individual page with the designation "**NOT PUBLIC DOCUMENT – NOT FOR PUBLIC DISCLOSURE**" or words of similar import;

- (d) Used solely in accordance with this Order;
- (e) Used solely for the purposes of this proceeding, and not used or disclosed for any other purpose or in any other manner, without an order from the Administrative Law Judge; and
- (f) Accompanied by one copy of the document with the Protected Data redacted, with the first page or cover page of the document from which the Protected Data has been excised clearly captioned in bold print **“PUBLIC DOCUMENT – NOT PUBLIC DATA HAS BEEN EXCISED”**.

3. For purposes of this proceeding, notes made pertaining to, or prepared as the result of, a review of Protected Data shall be subject to the terms of this Order. Any Protected Data received in photographic, digital, or electronic formats shall be identified as protected by the producing party by means appropriate to the medium and shall be handled by the recipient in a manner suitable to protect its confidentiality.

4. Pursuant to Minn. Stat. § 13.03, subd. 6, and the files and proceedings herein, the Administrative Law Judge finds that data that is classified as not public in the possession of the government agencies may be discoverable in this regulatory action pursuant to the terms of this Protective Order and that the benefit to the parties of the government agencies' disclosing discoverable not public data pursuant to paragraph 11 of this Protective Order in this regulatory action outweighs any harm to the confidentiality interests of the government agencies in maintaining the data, or of any person who has provided the data or who is the subject of the data, or to the privacy interest of an individual identified in the data. To be clear, the purpose of this provision is to facilitate the exchange of testimony and discovery between parties permitted to intervene in this proceeding, representatives of whom have executed Exhibit A, as applicable. No party bound by this Protective Order is presumed to be waiving any right to object to the production of not public data in any forum outside of this specific proceeding.

Use of Protected Data and Persons Entitled to Review

5. All Protected Data made available pursuant to this Order shall be given solely to (a) counsel for the requesting party or (b) other authorized persons who are designated by counsel as being the party's experts or witnesses in this proceeding; and who execute Exhibit A in a timely manner prior to their receipt of the not public data.

6. Protected Data shall not be used or disclosed except for purposes of this proceeding and as needed for all subsequent appeals of the final order in this proceeding. The Protected Data may not be used or referenced in other proceedings in Minnesota or in other jurisdictions.

7. Unless otherwise provided in this Order, all Protected Data will be safeguarded and handled in accordance with the Commission's procedures and using all reasonable steps to ensure its security.

Nondisclosure Agreement and the 48-Hour Review Period

8. Prior to giving access to Protected Data as contemplated in paragraphs 2 through 7 above, to any expert or witness, whether or not such expert or witness is a person designated to testify in any such proceeding, counsel for the party seeking review of the Protected Data shall deliver a copy of this Order to such person; and prior to disclosure such person shall agree in writing to comply with and be bound by this Order.

9. Protected Data shall not be disclosed to any person who has not signed a Nondisclosure Agreement in the form which is attached hereto and incorporated herein as Exhibit A and until the 48-hour notice required by this paragraph has been given. The Exhibit A Nondisclosure Agreement shall require the person to whom disclosure is to be made to read a copy of this Order and to certify in writing that he or she has reviewed the same and has consented to be bound by its terms. The Nondisclosure Agreement shall contain the signatory's full name, permanent address and employer, and the name of the party with whom the signatory is associated. Such Nondisclosure Agreement shall be delivered to counsel for the disclosing party at least 48 hours prior to the expert or witness gaining access to the Protected Data, excluding weekends and holidays.

10. If counsel for the disclosing party notifies the requesting party and the Administrative Law Judge of an objection within the 48 hours, no Protected Data shall be provided to the expert or witness until so ordered by the Administrative Law Judge.

Government Agencies

11. Government agencies are not subject to the terms of this Order; provided, however, that while this matter is pending before the OAH and as to matters within the jurisdiction of the OAH, government agencies are subject to the terms of this paragraph.

- (a) *Conflicts.* To the extent this Order conflicts with or omits a matter otherwise required by either the MGDPA or Commission procedures, the requirements of the MGDPA or Commission procedures shall control. Any provision of this Order not consistent with this paragraph shall be of no effect with respect to the government agencies.
- (b) *Experts.* A government agency may not provide Protected Data to an outside expert (a person not employed by said agency), who is providing assistance on this matter, until the outside expert has signed an Exhibit A Nondisclosure Agreement. Such an expert shall comply with the terms of the Protective Order, except where compliance is contrary to the requirements of the MGDPA, Commission rules, or Commission procedures.
- (c) *Challenge to Protected Data Designation.* The Administrative Law Judge, upon a request by or to any party or government agency, and upon ten (10) days prior notice or such period as is determined by the Administrative Law Judge, may review confidential materials in camera and remove a designation of Protected Data.

- (d) *Verbal Disclosure.* Protected data may be verbally disclosed by government agencies during depositions or hearings in this matter upon prior notice to, and agreement of the disclosing Party or authorization by the Administrative Law Judge.
- (e) *Transcripts.* Each disclosing party or government agency may identify portions of depositions or hearing transcripts that disclose Protected Data for up to three business days after the transcript is made available to them, and the court reporter shall mark those portions of the transcript “**NOT PUBLIC DOCUMENT — NOT FOR PUBLIC DISCLOSURE**,” or words of similar import, consistent with the Commission’s procedures and Minn. R. 7829.0500 (2023).

Challenges to Trade Secret or Not Public Designation or Other Special Requests

12. This Protective Order shall not be construed as a ruling on the discoverability, confidentiality or validity of a designation as Protected Data of any information or document. During the contested case proceedings before the OAH, any party, upon ten (10) days prior notice, may request, by an appropriate pleading, the redesignation of any materials denominated as Protected Data. Similarly, the parties may request adjustments in the procedures for handling data that are set forth in this Order.

13. If the trade secret or not public nature of this information is challenged, resolution of the issue shall be made by the Administrative Law Judge after proceedings in camera which shall be conducted under circumstances such that only those persons duly authorized hereunder to have access to such trade secret or not public matter shall be present. The record of such in camera hearings shall be marked “NOT PUBLIC DOCUMENT — NOT FOR PUBLIC DISCLOSURE,” or words of similar import, consistent with the Commission’s procedures and Minn. R. 7829.0500 unless the Administrative Law Judge determines that the proceeding should not be classified as involving Protected Data.

Use of Protected Data in Comments or Pleadings

14. Where reference to Protected Data is required in pleadings, cross-examinations, briefs, argument or motions, it shall be by citation of title or exhibit number or by some other non-confidential description.

15. Any further use of or substantive references to Protected Data shall be placed in a separate “Not Public” copy that is filed and marked in a manner consistent with Minn. R. 7829.0500 and the Commission’s procedures. This “Not Public” copy shall be served only on counsel of record (one copy each) who have signed a Nondisclosure Agreement. All the protections afforded in this Order apply to materials prepared and distributed under this paragraph.

Use of Protected Data in Depositions

16. If, in the course of depositions, counsel for any party concludes that testimony or exhibits will involve Protected Data, counsel shall request that the court reporter record such testimony in a confidential transcript that is marked consistent with paragraph 10(e). All exhibits that have been marked as involving Protected Data shall be attached to the confidential transcript and marked consistent with Minn. R. 7829.0500 and the Commission's procedures. Each party has the right to identify a transcript or exhibits as including Protected Data pursuant to this paragraph for up to three business days after the deposition transcript is made available to them.

Use of Protected Data in Hearings or Commission Meetings

17. The receiving party shall not use Protected Data in a hearing without first: (a) providing prior notice to the disclosing party regarding the information to be used; and (b) conferring with the disclosing party regarding limitations or procedures that can be used to avoid disclosing the confidential aspects of the information at issue to persons not otherwise entitled to receive such information. If the parties cannot reach agreement regarding the use of such information, then the dispute shall be submitted to the Administrative Law Judge before the information is used or publicly disclosed. Without limiting the foregoing, no party shall refer to Protected Data on oral testimony, cross-examination or argument except in accordance with this paragraph.

Public Summaries

18. To the extent required by the Commission's procedures or Minn. R. 7829.0500, the providing party shall prepare a written summary of the Protected Data referred to in this Order to be placed on the public record.

Return of Materials

19. Unless otherwise ordered, all Protected Data
- (a) shall remain under seal, shall continue to be subject to the protective requirements of this Order, and
 - (b) shall be destroyed or returned to counsel for the disclosing party within 30 days after final settlement or conclusion of the applicable matter including administrative or judicial review thereof, unless otherwise agreed by the disclosing party.

If the Protected Data is destroyed, the receiving party shall send a written communication to the disclosing Party verifying destruction of the Protected Data.

Preservation of Confidentiality

20. No person who receives, or is afforded access to, any Protected Data by reason of this Order, shall use or disclose the Protected Data for purposes of business or

competition, or any other purpose other than preparing for, or conducting, these proceedings. Each person with access to such data shall take reasonable precautions to keep the Protected Data secure from unauthorized disclosure.

Highly Confidential Information

21. During the proceeding in this matter, parties may request protected data that is also highly confidential information. Highly confidential information is protected data that would benefit the receiving party or any other party to this proceeding in its business operations. The first page and individual pages of a document determined in good faith to include highly confidential trade secret information must be marked “**NOT PUBLIC DOCUMENT – HIGHLY CONFIDENTIAL TRADE SECRET INFORMATION.**” If such highly confidential information is requested, any party may request heightened protective measures as necessary regarding the disclosure of the highly confidential information, including, but not limited to, identifying particular party representatives who are eligible to receive highly confidential information and limiting the use of the highly confidential information. Such additional protections shall be in addition to, and not in lieu of, the protections set forth in this Protective Order.

Reservation of Rights

22. The parties to this proceeding retain the right to object to the admissibility into the hearing record of any item furnished under the terms of this Order, on the grounds that the item is not relevant or material to the proceeding.

Inadvertent Disclosure

23. No party waives its right to designate any documents, data, information, studies, or other materials as Protected Data by inadvertent disclosure, provided that the disclosing party thereafter gives written notice to the recipient(s) of such information and that it should have been designated as Protected Data. From and after receipt of such notice, the previously disclosed information subsequently identified as Protected Data shall be treated as Protected Data for purposes of this Order.

Disclosure of Trade Secret/Not Public Data to Unauthorized Person

24. If material designated as Protected Data is disclosed by a party to any person other than those entitled to disclosure in the manner authorized by this Order, the party responsible for the disclosure shall:

- (a) immediately upon learning of such disclosure, inform the designating party in writing and by telephone call of all pertinent facts relating to such disclosure; and
- (b) shall make every effort to prevent further disclosure by or to any unauthorized person(s).

If requested by the designating party, the disclosing party shall use its best efforts to retrieve the documents or tangible things from the unauthorized recipients. The parties thereafter shall attempt to resolve the matter promptly. If the parties are unable to resolve the issue, a party may file a motion with the Administrative Law Judge for relief with notice to the parties of record.

25. This Order shall not abrogate or diminish any contractual, statutory, or other legal obligation or right of any party with respect to the improper release of Protected Data.

Violation

26. Any violation of this Protective Order or of the terms of Exhibit A shall constitute a violation of an order of the Commission. Each party bears the responsibility to ensure that each of its representatives shall perform all obligations under this Protective Order.

Continued Effect

27. This Protective Order shall continue in full force and effect with respect to the Protected Materials provided hereunder after the proceeding is closed.

Dated: March 21, 2025


MEGAN J. MCKENZIE
Administrative Law Judge

OAH No. 25-2500-40508
MPUC No. IP7115/GS-23-423
MPUC No. IP7115/TL-23-425
MPUC No. IP7115/ESS-24-283

STATE OF MINNESOTA
OFFICE OF ADMINISTRATIVE HEARINGS
FOR THE PUBLIC UTILITIES COMMISSION

In the Matters of the Applications of
Benton Solar, LLC for Site Permits for the
100 MW Solar Energy Generating System
and 100 MW Battery Energy Storage
System and a Route Permit for the 115 kV
High-Voltage Transmission Line
Associated with the Benton Solar Project
in Benton County, Minnesota.

EXHIBIT A
NONDISCLOSURE AGREEMENT

I, the undersigned, acknowledge that I have read the attached Order dated March 21, 2025 in Minnesota Public Utilities Commission Docket Nos. IP7115/GS-23-423, IP7115/TL-23-425, IP7115/ESS-24-283, OAH Docket No. 25-2500-40508, and understand and agree to be bound by all of its terms. I agree not to disclose to any person or entity not authorized to receive materials designated “**PROTECTED DATA**”, “**NOT PUBLIC DATA**”, “**TRADE SECRET INFORMATION**,” or “**NOT PUBLIC DATA**” under the terms of the Order, or any copies or extracts of information derived from those items, which have been disclosed to me. I further agree to use any materials disclosed to me solely for the purpose of this proceeding and for no other purpose.

I submit myself to the jurisdiction of the Office of Administrative Hearings in Minnesota and the Minnesota Public Utilities Commission for the purpose of enforcing the Order.

Date:

Signature

Type or Print Name

Address

Name of Employer

Name of Party

March 21, 2025

See Attached Service List

Re: Full matter name: In the Matter of the Application of Benton Solar, LLC for a Site Permit for the 100 MW Solar Energy Generating System for the Benton Solar Project in Benton County, Minnesota

In the Matter of the Application of Benton Solar, LLC for a Site Permit for the 100 MW Battery Energy Storage System for the Benton Solar Project in Benton County, Minnesota

In the Matter of the Application of Benton Solar, LLC for a Route Permit for a 115 kV High-Voltage Transmission Line Associated with the Benton Solar Project in Benton County, Minnesota

**OAH 25-2500-40508
MPUC IP-7115/ESS-24-283/GS-23-423/TL-23-425**

To All Persons on the Attached Service List:

Enclosed and served upon you is the Administrative Law Judge's **PROTECTIVE ORDER** in the above-entitled matter.

If you have any questions, please contact me at (651) 361-7970, cara.hunter@state.mn.us, or via facsimile at (651) 539-0310.

Sincerely,


CARA HUNTER
Legal Assistant

Enclosure

cc: Docket Coordinator

STATE OF MINNESOTA
OFFICE OF ADMINISTRATIVE HEARINGS
PO BOX 64620
600 NORTH ROBERT STREET
ST. PAUL, MINNESOTA 55164

CERTIFICATE OF SERVICE

<p>Full matter name: In the Matter of the Application of Benton Solar, LLC for a Site Permit for the 100 MW Solar Energy Generating System for the Benton Solar Project in Benton County, Minnesota</p> <p>In the Matter of the Application of Benton Solar, LLC for a Site Permit for the 100 MW Battery Energy Storage System for the Benton Solar Project in Benton County, Minnesota</p> <p>In the Matter of the Application of Benton Solar, LLC for a Route Permit for a 115 kV High-Voltage Transmission Line Associated with the Benton Solar Project in Benton County, Minnesota</p>	<p>OAH Docket No.: 25-2500-40508</p> <p>MPUC IP-7115/ESS-24- 283/GS-23-423/TL-23-425</p>
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On March 21, 2025, a true and correct copy of the **PROTECTIVE ORDER** was served by eService, and United States mail, (in the manner indicated on the attached service list) to the following individuals:

#	First Name	Last Name	Email	Organization	Agency	Address	Delivery Method	Alternate Delivery Method	View Trade Secret	Service List Name
1	Katherine	Arnold	katherine.arnold@ag.state.mn.us		Office of the Attorney General - Department of Commerce	445 Minnesota Street Suite 1400 St. Paul MN, 55101 United States	Electronic Service		No	23-423Official CC Service List
2	Generic	Commerce Attorneys	commerce.attorneys@ag.state.mn.us		Office of the Attorney General - Department of Commerce	445 Minnesota Street Suite 1400 St. Paul MN, 55101 United States	Electronic Service		No	23-423Official CC Service List
3	Sharon	Ferguson	sharon.ferguson@state.mn.us		Department of Commerce	85 7th Place E Ste 280 Saint Paul MN, 55101-2198 United States	Electronic Service		No	23-423Official CC Service List
4	Anthony	Garcia	anthony.garcia@edovo.com	Legacy Long Distance International Inc. dba Edovo		10833 Valley View St Ste 150 CYPRESS CA, 90630 United States	Electronic Service		No	23-423Official CC Service List
5	Logan	Hicks	logan.m.hicks@state.mn.us		Department of Commerce	85 7th Place East Suite 280 Saint Paul MN, 55101 United States	Electronic Service		No	23-423Official CC Service List
6	Mark R.	Johnson	mark.r.johnson@nexteraenergy.com	NextEra Energy Resources		700 Universe Blvd Juno Beach FL, 33408 United States	Electronic Service		No	23-423Official CC Service List
7	Richard	Kolodziejski	rkolodziejski@ncsrcc.org	North Central States Regional Council of Carpenters		700 Olive St St. Paul MN, 55130 United States	Electronic Service		No	23-423Official CC Service List
8	Megan	McKenzie	megan.mckenzie@state.mn.us		Office of Administrative Hearings	PO Box 64620 St Paul MN, 55164 United States	Electronic Service		Yes	23-423Official CC Service List
9	Cezar	Panait	cezar.panait@state.mn.us		Public Utilities Commission	121 7th Place East Suite 350 St. Paul MN, 55101 United States	Electronic Service		No	23-423Official CC Service List
10	Kevin	Pranis	kpranis@liunagroc.com	Laborers' District Council of MN and ND		81 E Little Canada Road St. Paul MN, 55117 United States	Electronic Service		No	23-423Official CC Service List
11	Generic Notice	Residential Utilities Division	residential.utilities@ag.state.mn.us		Office of the Attorney General - Residential Utilities Division	1400 BRM Tower 445 Minnesota St St. Paul MN, 55101-2131 United States	Electronic Service		No	23-423Official CC Service List
12	Micah	Revell	micah.revell@stinson.com	Stinson LLP		50 South Sixth St Ste 2600 Minneapolis MN, 55402 United States	Electronic Service		No	23-423Official CC Service List
13	Will	Seuffert	will.seuffert@state.mn.us		Public Utilities Commission	121 7th Pl E Ste 350 Saint Paul	Electronic Service		No	23-423Official

#	First Name	Last Name	Email	Organization	Agency	Address	Delivery Method	Alternate Delivery Method	View Trade Secret	Service List Name
						MN, 55101 United States				CC Service List
14	Janet	Shaddix Elling	jshaddix@janetshaddix.com	Shaddix And Associates		7400 Lyndale Ave S Ste 190 Richfield MN, 55423 United States	Electronic Service		Yes	23-423Official CC Service List
15	Charles	Sutton	charles@suttonconsultingllc.com			1389 Hoyt Ave W Falcon Heights MN, 55108 United States	Electronic Service		No	23-423Official CC Service List

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2	Generic	Commerce Attorneys	commerce.attorneys@ag.state.mn.us		Office of the Attorney General - Department of Commerce	445 Minnesota Street Suite 1400 St. Paul MN, 55101 United States	Electronic Service		No	23-425Official CC Service List
3	Sharon	Ferguson	sharon.ferguson@state.mn.us		Department of Commerce	85 7th Place E Ste 280 Saint Paul MN, 55101-2198 United States	Electronic Service		No	23-425Official CC Service List
4	Adam	Gracia	adam.gracia@nexteraenergy.com	NextEra Energy Resources		700 Universe Blvd Juno Beach FL, 33408 United States	Electronic Service		No	23-425Official CC Service List
5	Logan	Hicks	logan.m.hicks@state.mn.us		Department of Commerce	85 7th Place East Suite 280 Saint Paul MN, 55101 United States	Electronic Service		No	23-425Official CC Service List
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7	Megan	McKenzie	megan.mckenzie@state.mn.us		Office of Administrative Hearings	PO Box 64620 St Paul MN, 55164 United States	Electronic Service		Yes	23-425Official CC Service List
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12	Will	Seuffert	will.seuffert@state.mn.us		Public Utilities Commission	121 7th PI E Ste 350 Saint Paul MN, 55101 United States	Electronic Service		No	23-425Official CC Service List
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