



414 Nicollet Mall
Minneapolis, Minnesota 55401

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December 20, 2019

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

—Via Electronic Filing—

RE: PETITION
APPROVAL OF SHARED FACILITIES AGREEMENT FOR
INTERCONNECTION SERVICE AMONG CROWNED RIDGE WIND, LLC AND
CROWNED RIDGE WIND II, LLC AND CROWNED RIDGE INTERCONNECTION, LLC
DOCKET NO. E002/AI-19-____

Dear Mr. Wolf:

Enclosed for filing is the Petition of Northern States Power Company, doing business as Xcel Energy, requesting approval of a Shared Facilities Agreement for Interconnection Service (Agreement) between Crowned Ridge Wind LLC, Crowned Ridge Wind II LLC, and Crowned Ridge Interconnection, LLC (CR Interconnection). The Agreement governs activities of CR Interconnection – a joint venture between Crowned Ridge Wind LLC and Crowned Ridge Wind II LLC – in order for it to hold and manage interconnection rights and energy delivery for the Crowned Ridge wind energy projects.

Attachments B, C and D are marked “Not-Public” as they contain information the Company considers to be trade secret data as defined by Minn. Stat. §13.37(1)(b). This data includes confidential pricing and other contract terms. This information has independent economic value from not being generally known to, and not being readily ascertainable by, other parties who could obtain economic value from its disclosure or use.

Attachments B, C and D are marked as “Not-Public” in their entirety. Pursuant to Minn. R. 7829.0500, subp. 3, the Company provides the following description of the excised material:

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1. Nature of the Material:

- Attachment B is a PDF copy of a Shared Facilities Agreement between Crowned Ridge Wind LLC, Crowned Ridge Wind II LLC, and Crowned Ridge Interconnection, LLC for Interconnection Service.
- Attachment C is a PDF copy of a Limited Liability Company Agreement between Crowned Ridge Wind, LLC and Crowned Ridge Wind II, LLC.
- Attachment D is a PDF copy of the Amended and Restated Purchase and Sale Agreement for the Company’s acquisition of the Crowned Ridge Wind II Wind Facility.

2. Authors:

- Attachment B was negotiated between the Company and NextEra, and is included in the Purchase and Sale Agreement for Crowned Ridge II, LLC.
- Attachment C was negotiated between the Company and NextEra and executed between Crowned Ridge Wind, LLC and Crowned Ridge Wind II, LLC.
- Attachment D was negotiated between the Company’s Corporate Development personnel and NextEra.

3. Importance: Attachments B, C and D contain competitively sensitive pricing and other contract terms that are subject to confidentiality provisions between negotiating parties, and that the Company considers as trade secret.

4. Date the Information was Prepared: The Shared Facilities Agreement is an exhibit to the Amended and Restated Purchase and Sale Agreement, which was executed August 16, 2019. The Limited Liability Company Agreement was executed December 16, 2019.

We have electronically filed this document with the Minnesota Public Utilities Commission, and copies of the one-page Summary of Filing have been served on the parties on the attached service lists. Please contact me at bria.e.shea@xcelenergy.com or (612) 330-6064 if you have any questions regarding this filing.

Sincerely,

/s/

BRIA E. SHEA
DIRECTOR, REGULATORY AND STRATEGIC ANALYSIS

Enclosures
c: Service Lists (Summary)

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STATE OF MINNESOTA
BEFORE THE
MINNESOTA PUBLIC UTILITIES COMMISSION

Katie Sieben	Chair
Dan Lipschultz	Commissioner
Valerie Means	Commissioner
Matthew Schuerger	Commissioner
John Tuma	Commissioner

IN THE MATTER OF THE PETITION OF
NORTHERN STATES POWER COMPANY
FOR APPROVAL OF A SHARED FACILITIES
AGREEMENT FOR INTERCONNECTION
SERVICE AMONG CROWNED RIDGE
WIND, LLC AND CROWNED RIDGE
WIND II, LLC AND CROWNED RIDGE
INTERCONNECTION, LLC

DOCKET NO. E002/AI-19-____

PETITION

INTRODUCTION

Northern States Power Company, a Minnesota corporation doing business as Xcel Energy (the Company), submits this Petition to the Minnesota Public Utilities Commission (Commission) for approval of a Shared Facilities Agreement for Interconnection Service (Agreement) between Crowned Ridge Wind LLC (CR 1), Crowned Ridge Wind II LLC (CR 2), and Crowned Ridge Interconnection, LLC (CR Interconnection).

The wind projects owned by CR 1 and CR 2 (collectively, the Projects) are the result of wind procurement presented to, and approved by, the Commission in Docket No. E002/M-16-777. The CR 1 Project is a 200 MW wind development that NextEra Energy will build and own, and from which the Company will purchase output via a purchase power agreement.¹ The CR 2 Project is a 200 MW wind development that NextEra Energy will build, and the Company will subsequently acquire via a Purchase and Sale Agreement (PSA).²

Both Projects³ are located in Codington County, South Dakota and will interconnect

¹ CR 1 is wholly owned by ESI Energy, Inc, which is an affiliate of NextEra Energy.

² CR 2 is currently wholly owned by ESI Energy, Inc., but the Company will acquire it when the ESI Energy, Inc. completes construction of the CR 2 Project.

³ There was initially a third 200 MW Project – Crowned Ridge 3 – planned for this site, but it was withdrawn due to transmission upgrade costs. We discuss this withdrawal in a letter filed in Docket No. E002/M-16-777

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to the grid via a single transmission line, owned equally by each CR 1 and CR 2 in undivided interests, to a substation owned by Otter Tail Power Company (Otter Tail). While each Project maintains its own separate interconnection queue position,⁴ NextEra has combined them into a single Generator Interconnection Agreement (GIA) with Otter Tail and the Midcontinent Independent System Operator (MISO). Because the two Projects will be owned by different companies once Xcel Energy acquires CR 2; however, we have worked with NextEra to develop a Shared Facilities Agreement for Interconnection Service that will allow for a joint venture entity – CR Interconnection – to hold the GIA and manage the associated interconnection rights for both Projects. The form Agreement – which is final but not yet executed – is provided as Attachment B. We expect the Agreement will be executed between CR 1 and CR 2 in January 2020 and will file it in this docket at that time.⁵

Pursuant to Minn. Stat. § 216B.48 and Minn. R. 7825.2200(B), CR Interconnection will be an affiliated interest of the Company as soon as our acquisition of CR 2 is complete, as CR Interconnection will then be a joint venture between the Company and CR 1 (an affiliate of NextEra). As such, the Agreement will require Commission approval. We are requesting approval of the Agreement prior to the Company taking ownership of CR 2, in order to allow project development to remain on schedule.

The standard governing the Commission’s review of an affiliated interest agreement is whether the contract is reasonable and consistent with the public interest. We believe the Agreement meets both these standards. First, once they are separately owned, the CR 1 and CR 2 Projects would not be able to interconnect and provide energy to our system without a single entity, such as CR Interconnection, being a counterparty to a GIA with MISO. MISO rules do not allow for both CR 1 and CR 2 to be listed as the Interconnection Customer on the Projects’ GIA, and we do not believe there are preferable alternatives to this arrangement at this time. For example, building separate transmission facilities for each Project would theoretically allow us to avoid such an arrangement, but is not a practical alternative, given cost and procedural barriers. Thus, an Agreement that governs a joint venture entity to hold the interconnection rights for both Projects is necessary, to ensure both the Company and NextEra’s interests are protected as we work to deliver a substantial amount of new, low-cost and Commission-approved wind energy to customers.

on August 30, 2019, and the Amended and Restated Purchase and Sale Agreement and Power Purchase Agreement for the Crowned Ridge Projects – also filed on December 20, 2019 – reflect this change.

⁴ The queue position for CR 1 is J442. The queue position for CR 2 is G736.

⁵ The Company has also filed the Amended and Restated Purchase and Sale Agreement for CR 2 in Docket No. E002/M-16-777 contemporaneously with this Petition, which reflects provisions related to the formation of CR Interconnection and its responsibilities under the form Shared Facilities Agreement for Interconnection Service. We provide a copy of this agreement as Attachment D to this Petition, for ease of reference.

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Second, the Agreement is reasonable and consistent with the public interest because it provides for the fair and equitable use of joint infrastructure and allocation of any curtailment or costs attributable to the Projects. These provisions help ensure that customers do not experience any undue negative cost impacts as a result of the Projects using a shared transmission tie line and a single POI. We expect any costs associated with the operation of CR Interconnection as an affiliated interest to be *de minimis*. CR Interconnection has no assets or operating interests of its own, outside the GIA with MISO, that it will maintain on behalf of CR 1 and CR 2. CR 1 will be responsible for the day-to-day management of CR Interconnection for the benefit of both its own Project and CR 2's Project.

For these reasons, we respectfully request that the Commission approve the form Agreement by and among CR 1 and CR 2 and CR Interconnection, to provide for the management of the Projects' interconnection agreement and energy delivery from the Projects to the MISO system. We further request the Commission grant this approval by May 1, 2020. As previously noted, CR Interconnection is not yet an affiliated interest of the Company, given the Company will not take ownership of CR 2 until after its wind project is completed; however, receiving approval for the Shared Facilities Agreement for Interconnection Service prior to the CR 2 Project's Outside Date will help keep project development on schedule. The Agreement is the final version that will be executed, and we do not anticipate its terms to change between the date of this filing and the date CR Interconnection becomes an affiliated interest of the Company.

The balance of this Petition is organized as follows:

- Part I – Required Filing Information
- Part II – Description and Purpose of Agreement
- Part III – Standard of Review
- Part IV – Proposed Reporting

Attachments to the Petition are as follows:

- Attachment A – Completeness Matrix for information required by Minn. Rule 7825.2200(B) and the Order adopting affiliated interest agreement filing guidelines in Docket No. E,G999/CI-98-651
- Attachment B – Form Shared Facilities Agreement for Interconnection Service
- Attachment C – Executed Limited Liability Company Agreement
- Attachment D – Executed Amended and Restated Purchase and Sale Agreement for Crowned Ridge Wind II
- Attachment E – Verification

I. REQUIRED FILING INFORMATION

A. Summary of Filing

A one-paragraph summary is attached to this filing pursuant to Minn. R. 7829.1300, subp. 1.

B. Service on Other Parties

Pursuant to Minn. R. 7829.1300, subp. 2, the Company has served a copy of this filing on the Department of Commerce, Division of Energy Resources and the Office of the Attorney General – Antitrust and Utilities Division. A summary of the filing has been served on all parties on the enclosed service lists.

C. General Filing Information

Pursuant to Minn. R. 7829.1300, subp. 3, we provide the following information.

Name, Address, and Telephone Number of Utility

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

Name, Address, and Telephone Number of Utility Attorney

Ryan J. Long
Lead Assistant General Counsel
Xcel Energy
414 Nicollet Mall, 401 – 8th Floor
Minneapolis, MN 55401
(612) 215-4659

Date of Filing

The date of this filing is December 20, 2019.

Statute Controlling Schedule for Processing the Filing

Minn. Stat. § 216B.48 and Minn. Rule 7825.2200 (B) govern the Affiliated Interest substantive criteria related to the Agreement. Neither of these

provisions establishes an explicit timeline for Commission action. Under the Commission’s rules, the proposed affiliate interest Agreement discussed in this Petition falls within the definition of a miscellaneous tariff filing under Minn. R. 7829.0100, subp. 11, because no determination of Xcel Energy’s general revenue requirement is necessary. Under Minn. R. 7829.1400, subps. 1 and 4, unless a different comment period is established by the Commission, comments may be filed within 30 days of this Petition and reply comments are due 10 days thereafter. The Company requests the Commission approve the Agreement by May 1, 2020 in order for the CR 2 Project to remain on schedule. CR Interconnection will become an affiliated interest of the Company at the time the Company acquires CR 2, expected in the second half of 2020.

Utility Employee Responsible for Filing

Bria E. Shea
Director, Regulatory and Strategic Analysis
Xcel Energy
414 Nicollet Mall, 401 – 7th Floor
Minneapolis, MN 55401
(612) 330-6064

D. Miscellaneous Information

Pursuant to Minn. R. 7829.0700, the Company requests that the following persons be placed on the Commission’s official service list for this proceeding:

Ryan J. Long
Lead Assistant General Counsel
Xcel Energy
414 Nicollet Mall, 401 – 8th Floor
Minneapolis, MN 55401
ryan.j.long@xcelenergy.com

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

Any information requests in this proceeding should be submitted to Ms. Sweet at the Regulatory Records email address above.

II. DESCRIPTION AND PURPOSE OF FILING

A. Overview of Crowned Ridge Interconnection LLC

Crowned Ridge Interconnection, LLC is a Delaware Limited Liability Company, and a jointly-owned subsidiary of CR 1 and CR 2. Currently, both CR1 and CR 2 are wholly

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owned subsidiaries of ESI Energy, LLC. ESI Energy is a Delaware Limited Liability Company headquartered in Juno Beach, Florida, and is a wholly-owned intermediate holding company subsidiary of Next Era Energy, Inc. Upon completion of the CR 2 Project, the Company will acquire CR 2. At this time, CR Interconnection will become a joint venture of the Company and CR 1 (itself an affiliate of NextEra Energy), and the Shared Facilities Agreement for Interconnection Service contemplated in this Petition will become an affiliated interest agreement. CR Interconnection has no direct employees; rather, its LLC Agreement establishes CR 1 as the Managing Member that will govern day-to-day operations.

CR Interconnection was formed for the purpose of maintaining the transmission interconnection rights for the CR 1 and CR 2 Projects.⁶ Its responsibilities with regard to interconnection for the Projects are governed by the Agreement under consideration here. The Agreement provides for CR Interconnection to be the Interconnection Customer for the Projects' GIA with MISO and Otter Tail; in doing so, it enables both Projects to deliver energy to the MISO system at the single POI, under a single GIA, even after CR 2 is acquired by the Company. The Agreement includes several provisions that protect the interests of our customers and the Company, as further detailed below.

B. Key Provisions of the Agreement

As noted above, CR 1, CR 2 and CR Interconnection are parties to the Agreement, which will govern CR Interconnection's responsibilities under the Projects' GIA. The Company and NextEra have coordinated to develop this Agreement in a form acceptable to both, and it will not change prior to execution. We discuss key provisions of this agreement below, and provide a copy of the Agreement as Attachment B to this Petition.

1. CR Interconnection's Primary Functions

CR Interconnection has been established for the purpose of holding and managing the interconnection rights for both the CR 1 and CR 2 Projects. CR Interconnection is the Interconnection Customer for the Projects' GIA with MISO and Otter Tail, for the use of a shared POI at the Otter Tail Big Stone South substation. The Projects maintain separate queue positions within the single GIA, and the transmission tie line from the Projects to the POI is jointly owned by CR 1 and CR 2 through undivided interests. As discussed above, the GIA cannot have two separate Interconnection Customers, so the Company and NextEra agreed to establish a joint venture entity to

⁶ The Commission approved the Company's purchase power agreement for the CR 1 Project and the Purchase and Sale Agreement for CR 2 in Docket No. E002/M-16-777.

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hold and manage these interconnection rights. Under the Agreement, CR 1 and CR 2 will grant CR Interconnection non-exclusive rights to access and utilize any Shared Facilities, such as the transmission tie line, as reasonable or necessary for the provision of interconnection services to both entities.

2. Term

The Agreement will go into effect upon its execution – expected in January 2020 – and shall continue until terminated by mutual agreement of the CR 1 and CR 2, or if either party permanently ceases operation of its respective Projects.

3. Costs

The Company expects any costs we incur as a result of operating CR Interconnection and the administration of the Agreement will be *de minimis*. CR Interconnection has no direct employees, because it is established only to hold and manage the interconnection rights for the Projects. Day-to-day operation will be managed by CR 1, as the Managing Member per the LLC Agreement for CR Interconnection (provided as Attachment C), and we expect any administrative costs the Company would incur as a result of this arrangement to be *de minimis*.

As with any project there may be costs associated with the Projects' energy delivery or curtailment, and these costs – while not attributable to the formation and operation of the affiliated interest – are governed by the Agreement and facilitated by CR Interconnection on behalf of CR 1 and CR 2. The terms of the Agreement ensure that both CR 1 and CR 2 are treated fairly in the division of these costs. For example, in the course of project operations there may be an Adverse Event at one Project that would cause CR Interconnection to incur a cost. In this case, costs would be allocated to the Project that caused the Adverse Event. To the extent costs are incurred that are not specific to a single Project, they would be allocated to CR 1 and CR 2 in accordance with their respective pro rata shares of the Projects' capacity.⁷ Further, in the event of a dispute, the Agreement outlines appropriate resolution processes for which both owners will have equal representation.

4. Provisions Governing CR Interconnection's Role in Curtailment of the Projects

The Agreement also outlines specific and equitable provisions for CR Interconnection's role in managing Projects' curtailment, if necessary. These provisions cover both "internal" and "external" curtailment and provide for allocation on a pro rata share of the Projects' capacity, unless curtailments are specifically directed at a certain Project. For example, MISO may require curtailment of 20 MW of the full 400 MW of the

⁷ Each Project is expected to be 200 MW.

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Projects, without specifying how to divide this curtailment between interconnection queue positions. In that case, both Projects would be partially curtailed based on their pro rata share of capacity – by 10 MW each. However, both Projects retain individual interconnection queue positions, and MISO may direct curtailment at a specific queue position. In that case, only the specific Project would experience curtailment. Internal curtailment would similarly be assigned pro rata, unless a specific Project were the cause of required internal curtailment.

C. Additional Compliance Items

In addition to the information provided above, Rule 7825.2200, subp. B, and the filing guidelines for affiliated interest agreements adopted in Docket No. E,G999/CI-98-651 require the Company to include the following information in its Petition, ensure the affiliated interest and agreements will be in the public interest and customers will be adequately protected.

1. Consideration

CR Interconnection will receive the interconnection rights associated with the Projects. No other consideration will be given.

2. Competitive Bidding

Managing interconnection rights is not typically a service subject to competitive bidding processes, and NextEra did not undertake such a process. Rather, NextEra has formed CR Interconnection, and it is a joint venture entity between CR 1 and CR 2.

3. Past or Additional Contracts

There are no contracts directly between the Company and CR Interconnection currently. The Shared Facilities Agreement for Interconnection Service contemplated in this Petition will be the only affiliated interest contract between the Company and CR Interconnection, when the Company acquires CR 2. CR Interconnection is discussed in two other agreements between CR 1 and CR 2, however it is not a party to either. There is an LLC Agreement governing the structure and activities of CR Interconnection as a joint venture between CR 1 and CR 2. There is also a form Assignment, Co-Tenancy, and Shared Facilities Agreement between CR 1 and CR 2, which briefly discusses CR Interconnection's rights to utilize shared property to manage energy delivery from the Projects to the MISO POI.

4. *Customer Information*

The Agreement does not grant CR Interconnection access to any customer information.

III. STANDARD OF REVIEW

Minn. Stat. § 216B.48 provides the applicable standard of review and burden of proof for Affiliated Interests:

The commission shall approve the contract or arrangement made or entered into after that date only if it clearly appears and is established upon investigation that it is reasonable and consistent with the public interest. No contract or arrangement may receive the commission's approval unless satisfactory proof is submitted to the commission of the cost to the affiliated interest or rendering the services or of furnishing the property or service to each public utility. Proof is satisfactory only if it includes the original or verified copies of the relevant cost records and other relevant accounts of the affiliated interest, or an abstract or summary as the commission may deem adequate, properly identified and duly authenticated, provided, however, that the commission may, where reasonable, approve or disapprove the contracts or arrangements without the submission of cost records or accounts. The burden to establish the reasonableness of the contract or arrangement is on the public utility.

As discussed below, the formation of CR Interconnection and the Agreement between CR Interconnection, CR 1 and CR 2 are reasonable and in the public interest for two primary reasons: (1) the separately-owned Projects need the Agreement and a CR Interconnection to be able to interconnect and provide energy to the system; and (2) the Agreement protects customers, as it provides for fair and equitable use and division of costs for the joint infrastructure, and in any event, operational costs associated with the entity specifically are expected to be *de minimis*. We further request that the Commission approve the agreement without submission of cost records, because the Company has not incurred costs associated with the establishment and operation of CR Interconnection.

1. *Project Interconnection and Access to the MISO System*

As noted above, when the Projects become separately owned, we need a single, joint venture entity to hold and manage interconnection rights. In the course of developing both CR 1 and CR 2 Projects, NextEra combined the GIAs for CR 1 and CR 2 into a single GIA. MISO rules do not allow two separate Interconnection Customers for a single GIA, however. Therefore, in order for both Projects to operate under this GIA after the Company acquires CR 2, a joint venture interconnection service entity to hold the single GIA for both Projects is necessary. Without such an entity, it is likely that either the Projects' ownership structure would need to be consolidated, or one of

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the Projects would have to expand the Big Stone South substation and construct a new transmission line between it and the Project.

Neither of these alternatives is reasonable. Neither the Company nor NextEra currently desires to change Project ownership and/or offtake arrangements that were approved by the Commission in Docket No. E002/M-16-777. It is also not possible for one of the Projects to connect via a separate transmission line and expanded substation, without significant delays and negative cost implications. This Agreement enables both CR 1 and CR 2 to fulfill responsibilities under Commission-approved contracts, and it ensures a substantial amount of wind energy can be interconnected to the grid and delivered to customers.

2. Customer Protections with Respect to Shared Infrastructure Use and Costs

Given the contractual responsibilities outlined in the Agreement, the creation of, and assignment of interconnection rights to, CR Interconnection protects customers. The Agreement contains several protection provisions to ensure that CR 1 and CR 2 are treated equally with regard to any costs incurred in the course of CR Interconnection executing its energy delivery responsibilities, which in turn protects the interest of the Company's customers. Any curtailment managed by CR Interconnection will be shared on a pro rata basis, unless specifically directed or related to either specific Project, even as each Project maintains its separate queue position. The Agreement also provides for resolution of potential proposed site changes and dispute resolution procedures that engage both CR 1 and CR 2 equally and expect each to cooperate in good faith, as both entities have an equal stake in CR Interconnection. Second, as noted above, costs associated with managing CR Interconnection itself are expected to be *de minimis*.

IV. PROPOSED REPORTING

The Company does not propose any specific reporting with respect to CR Interconnection or the Shared Interconnection Agreement after it takes effect, as we expect any costs associated with the operation of the entity to be *de minimis* and do not expect the terms of the Agreement to change prior to the Company acquiring CR 2. We note that the Commission has already ordered the Company to report costs related to the facilities approved for procurement in Docket No. E002/M-16-777,⁸ which includes both CR 1 and CR 2.

⁸ See In the Matter of the Petition for Xcel Energy for Approval of the Acquisition of Wind Generation from the Company's 2016-2030 Integrated Resource Plan, ORDER APPROVING PETITION, GRANTING VARIANCE, AND REQUIRING COMPLIANCE FILING (September 1, 2017), Order Point 1e.

CONCLUSION

The Company respectfully requests approval of the Shared Facilities Agreement for Interconnection Service between CR 1, CR 2 and CR Interconnection by May 1, 2020. The Agreement will ensure that the Crowned Ridge Wind Projects can interconnect to the MISO system at a reasonable cost, delivering renewable energy from wind projects that the Commission has previously approved. The Agreement also ensures that both CR 1 and CR 2 are treated fairly in the execution of CR Interconnection’s duties, and we expect any costs incurred to operate CR Interconnection to be *de minimis*. For these reasons, the Agreement is in the public interest and should be approved.

Dated: December 20, 2019

Northern States Power Company

STATE OF MINNESOTA
BEFORE THE
MINNESOTA PUBLIC UTILITIES COMMISSION

Katie Sieben	Chair
Dan Lipschultz	Commissioner
Valerie Means	Commissioner
Matthew Schuerger	Commissioner
John Tuma	Commissioner

IN THE MATTER OF THE PETITION OF
NORTHERN STATES POWER COMPANY
FOR APPROVAL OF A SHARED FACILITIES
AGREEMENT FOR INTERCONNECTION
SERVICE AMONG CROWNED RIDGE
WIND, LLC AND CROWNED RIDGE
WIND II, LLC AND CROWNED RIDGE
INTERCONNECTION, LLC

DOCKET NO. E002/AI-19-____

PETITION

SUMMARY OF FILING

Please take notice that on December 20, 2019 Northern States Power Company, a Minnesota corporation doing business as Xcel Energy, submitted to the Minnesota Public Utilities Commission a Petition for approval of a Shared Facilities Agreement for Interconnection Service with the Company's future affiliate – Crowned Ridge Interconnection, LLC – pursuant to Minn. Stat. § 216B.48 and Minn. Rule 7825.2200(B). The Agreement allows for CR Interconnection to maintain and manage interconnection and energy delivery for both Crowned Ridge Wind Projects approved in Docket No. E002/M-16-777.

Attachment A: Completeness List for Affiliated Interest Petitions

AUTHORITY OR REFERENCE	REQUIRED INFORMATION	PETITION SECTION WHERE INFORMATION APPEARS
Minn. Rule 7825.2200	UTILITIES WITH AFFILIATED INTERESTS; FILING	
subp. B	Petitions for approval of affiliated interest contracts or agreements accompanied by the following	
	(1) a descriptive title of each contract or agreement;	Petition Part II.B.
	(2) a copy of the contract or agreement, or modifications or revisions of an existing contract or agreement;	Attachment B
	(3) a list and the past history of all contracts or agreements outstanding between the petitioner and affiliated interest, the consideration received by the affiliated interest for such contracts or agreements, and a verified summary of the relevant cost records pertaining to the same;	Petition Part II.C.3.
	(4) a descriptive summary of the pertinent facts and reasons why such contract or agreement is in the public interest;	Petition Introduction, Parts II. and III.
	(5) competitive bidding: (a) if invitations for sealed written public proposals for the furnishing of the service sought under the contract or agreement have been made, a summary of the terms of the proposals received... (b) if invitations for sealed written proposals have not been made, an explanation of the decisions to that effect will be submitted.	(a) Not applicable (b) Petition Part II.C.2.

Docket No. E,G999/CI-98-651	IN THE MATTER OF A COMMISSION INVESTIGATION INTO PROCEDURES FOR REVIEWING PUBLIC UTILITY AFFILIATED INTEREST CONTRACTS AND ARRANGEMENTS	
Order Initiating Repeal of Rule, Granting Generic Variance, and Clarifying Internal Operating Procedures (Sept 14, 1998)	Attachment A: Minimum Filing Requirements for all Affiliated Interest Filings	
	1. A heading that identifies the type of transaction.	Petition Introduction
	2. The identity of the affiliated parties in the first sentence.	Petition Introduction
	3. A general description of the nature and terms of the agreement, including the effective date of the contract or arrangement and the length of the contract or arrangement.	Petition Part II.
	4. A list and the past history of all current contracts or agreements between the utility and the affiliate, the consideration received by the affiliate for such contracts or agreements, and a summary of the relevant cost records relating to these ongoing transactions.	Petition Part II.C.3.
	5. A descriptive summary of the pertinent facts and reasons why such contract or agreement is in the public interest.	Petition Introduction, Parts II. and III.
	6. The amount of the compensation and, if applicable, a brief description of the cost allocation methodology or market information used to determine cost or price.	Petition Part II.B.3., Part III.

	7. If the service or good acquired from an affiliate is competitively available, an explanation must be included stating whether competitive bidding was used and, if it was used a copy of the proposal or summary must be included. If it was not competitively bid, an explanation must be included stating why bidding was not used.	Petition Part II.C.2.
	8. If the arrangement is in writing, a copy of that document must be attached.	Attachment B
	9. Whether, as a result of the affiliate transaction, the affiliate would have access to customer information, such as customer name, address, usage or demographic information.	Petition Part II.C.4.
	10. The filing must be verified.	Attachment E

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Northern States Power Company

Docket No. E002/AI-19-_____
Shared Facilities Petition – Crowned Ridge
Attachment B – 14 Pages Total

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Docket No. E002/AI-19-_____
Shared Facilities Petition – Crowned Ridge
Attachment C – 20 Pages Total

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Protected Data Ends]

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NOT-PUBLIC AND PROTECTED DATA EXCISED

Northern States Power Company

Docket No. E002/AI-19-_____
Shared Facilities Petition – Crowned Ridge
Attachment D – 119 Pages Total

Attachment D is marked “Not-Public” as it contains information the Company considers to be trade secret data as defined by Minn. Stat. §13.37(1)(b). This data includes confidential pricing and other contract terms. This information has independent economic value from not being generally known to, and not being readily ascertainable by, other parties who could obtain economic value from its disclosure or use.

Attachment D is marked as “Not-Public” in its entirety. Pursuant to Minn. R. 7829.0500, subp. 3, the Company provides the following description of the excised material:

1. **Nature of the Material:** Attachment D is a PDF copy of the Amended and Restated Purchase and Sale Agreement for the Company’s acquisition of the Crowned Ridge Wind II Wind Facility.
2. **Authors:** Attachment D was negotiated between the Company’s Corporate Development personnel and NextEra.
3. **Importance:** Attachment D contains competitively sensitive pricing and other contract terms the Company considers as trade secret.
4. **Date the Information was Prepared:** The Amended and Restated Purchase and Sale Agreement was executed August 16, 2019.

[Protected Data Begins]

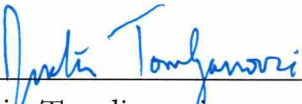
Protected Data Ends]

ATTACHMENT E - VERIFICATION

STATE OF MINNESOTA

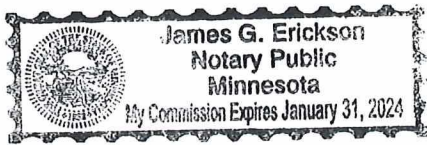
HENNEPIN COUNTY ss:

I, Justin Tomljanovic, am the Area Vice President, Corporate Development for Xcel Energy, Inc., the parent of Northern States Power Company. I have read the foregoing Petition of Northern States Power Company for Approval of a Shared Facilities Agreement for Interconnection Service among Crowned Ridge Wind, LLC and Crowned Ridge II, LLC and Crowned Ridge Interconnection, LLC and verify the contents thereof to be true based on my own knowledge.



Justin Tomljanovic

Subscribed and Sworn to before me on December 19, 2019





CERTIFICATE OF SERVICE

I, Paget Pengelly, hereby certify that I have this day served copies of the foregoing document on the attached lists 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

Xcel Energy Miscellaneous Electric

Docket No. E002/M-16-777

Dated this 20th day of December 2019

/s/

Paget Pengelly
Regulatory Administrator

First Name	Last Name	Email	Company Name	Address	Delivery Method	View Trade Secret	Service List Name
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Alison C	Archer	aarcher@misoenergy.org	MISO	2985 Ames Crossing Rd Eagan, MN 55121	Electronic Service	No	GEN_SL_Northern States Power Company dba Xcel Energy-Elec_Xcel Miscl Electric
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Susan	Mackenzie	susan.mackenzie@state.mn.us	Public Utilities Commission	121 7th Place E Ste 350 St. Paul, MN 551012147	Electronic Service	Yes	OFF_SL_16-777_Official
Kavita	Maini	kmains@wi.rr.com	KM Energy Consulting, LLC	961 N Lost Woods Rd Oconomowoc, WI 53066	Electronic Service	Yes	OFF_SL_16-777_Official
Jan	Malcolm	Health.Review@state.mn.us	Minnesota Department of Health	PO Box 64975 St. Paul, MN 55164-0975	Electronic Service	No	OFF_SL_16-777_Official

First Name	Last Name	Email	Company Name	Address	Delivery Method	View Trade Secret	Service List Name
Pam	Marshall	pam@energycents.org	Energy CENTS Coalition	823 7th St E St. Paul, MN 55106	Electronic Service	No	OFF_SL_16-777_Official
Mary	Martinka	mary.a.martinka@xcelenergy.com	Xcel Energy Inc	414 Nicollet Mall 7th Floor Minneapolis, MN 55401	Electronic Service	Yes	OFF_SL_16-777_Official
Daryl	Maxwell	dmaxwell@hydro.mb.ca	Manitoba Hydro	360 Portage Ave FL 16 PO Box 815, Station Main Winnipeg, Manitoba R3C 2P4 Canada	Electronic Service	No	OFF_SL_16-777_Official
Susan	Medhaug	Susan.medhaug@state.mn.us	Department of Commerce	Suite 280, 85 Seventh Place East St. Paul, MN 551012198	Electronic Service	Yes	OFF_SL_16-777_Official
Thomas	Melone	Thomas.Melone@AllcoUS.com	Minnesota Go Solar LLC	222 South 9th Street Suite 1600 Minneapolis, Minnesota 55120	Electronic Service	No	OFF_SL_16-777_Official
Brian	Meloy	brian.meloy@stinson.com	STINSON LLP	50 S 6th St Ste 2600 Minneapolis, MN 55402	Electronic Service	No	OFF_SL_16-777_Official
David	Moeller	dmoeller@allete.com	Minnesota Power	30 W Superior St Duluth, MN 558022093	Electronic Service	No	OFF_SL_16-777_Official
Andrew	Moratzka	andrew.moratzka@stoel.com	Stoel Rives LLP	33 South Sixth St Ste 4200 Minneapolis, MN 55402	Electronic Service	No	OFF_SL_16-777_Official
Dorothy	Morrissey	dorothy.morrissey@state.mn.us	Department of Commerce	85 7th Place E Ste 280 Saint Paul, MN 55101	Electronic Service	Yes	OFF_SL_16-777_Official

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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_16-777_Official
Alan	Muller	alan@greendel.org	Energy & Environmental Consulting	1110 West Avenue Red Wing, MN 55066	Electronic Service	No	OFF_SL_16-777_Official
Carl	Nelson	cnelson@mncee.org	Center for Energy and Environment	212 3rd Ave N Ste 560 Minneapolis, MN 55401	Electronic Service	No	OFF_SL_16-777_Official
J	Newberger	jnewberger1@yahoo.com	State Rep	14225 Balsam Blvd Becker, MN 55308	Electronic Service	No	OFF_SL_16-777_Official
David	Niles	david.niles@avantenergy.com	Minnesota Municipal Power Agency	220 South Sixth Street Suite 1300 Minneapolis, Minnesota 55402	Electronic Service	No	OFF_SL_16-777_Official
Rolf	Nordstrom	rnordstrom@gpisd.net	Great Plains Institute	2801 21ST AVE S STE 220 Minneapolis, MN 55407-1229	Electronic Service	No	OFF_SL_16-777_Official
Carol A.	Overland	overland@legalectric.org	Legalelectric - Overland Law Office	1110 West Avenue Red Wing, MN 55066	Electronic Service	No	OFF_SL_16-777_Official
Greg	Padden	gpadden@grenergy.com	Great River Energy	12300 Elm Creek Blvd Maple Grove, MN 55369-4718	Electronic Service	No	OFF_SL_16-777_Official
Lee	Paddock	lpaddock@law.gwu.edu	George Washington University Law School	2000 H Street, NW Washington, DC 20052	Electronic Service	No	OFF_SL_16-777_Official

First Name	Last Name	Email	Company Name	Address	Delivery Method	View Trade Secret	Service List Name
Priti	Patel	ppatel@greenergy.com	Great River Energy	12300 Elm Creek Blvd Maple Grove, MN 55369-4718	Electronic Service	No	OFF_SL_16-777_Official
Joshua	Pearson	joshua.pearson@edf-re.com	EDF Renewable Energy	15445 Innovation Drive San Diego, CA 92128	Electronic Service	No	OFF_SL_16-777_Official
Ewald	Petersen	Ewald.Petersen@co.sherburne.mn.us		13880 Business Center Sherburne County Government Center Elk River, MN 55330-1692	Paper Service	No	OFF_SL_16-777_Official
Jason	Pfingsten	jasonpfingsten@libertypaper.com	Liberty Paper Inc	13500 Liberty Ln Becker, MN 55308-4623	Electronic Service	No	OFF_SL_16-777_Official
Kevin	Pranis	kpranis@liunagroc.com	Laborers' District Council of MN and ND	81 E Little Canada Road St. Paul, Minnesota 55117	Electronic Service	No	OFF_SL_16-777_Official
Greg	Pruszinske	gpruszinske@ci.becker.mn.us	City of Becker	PO Box 250 12060 Sherburne Ave Becker, MN 55308	Electronic Service	No	OFF_SL_16-777_Official
Michelle	Rebholz	michelle.rebholz@state.mn.us	Public Utilities Commission	Suite 350121 Seventh Place East St. Paul, MN 55101	Electronic Service	Yes	OFF_SL_16-777_Official
Pat	Renner	pat@vote-climate.org		4236 Wooddale Ave S St Louis Park, Minnesota 55416	Electronic Service	No	OFF_SL_16-777_Official
Generic Notice	Residential Utilities Division	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_16-777_Official

First Name	Last Name	Email	Company Name	Address	Delivery Method	View Trade Secret	Service List Name
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Amanda	Rome	amanda.rome@xcelenergy.com	Xcel Energy	414 Nicollet Mall FL 5 Minneapolis, MN 55401	Electronic Service	Yes	OFF_SL_16-777_Official
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LauraSue	Schlatter	LauraSue.Schlatter@state.mn.us	Office of Administrative Hearings	PO Box 64620 St. Paul, MN 55164-0620	Electronic Service	No	OFF_SL_16-777_Official
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Janet	Shaddix Elling	jshaddix@janetshaddix.com	Shaddix And Associates	7400 Lyndale Ave S Ste 190 Richfield, MN 55423	Electronic Service	No	OFF_SL_16-777_Official

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Ken	Smith	ken.smith@districtenergy.com	District Energy St. Paul Inc.	76 W Kellogg Blvd St. Paul, MN 55102	Electronic Service	No	OFF_SL_16-777_Official
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Anna	Sommer	ASommer@energyfuturesgroup.com	Energy Futures Group	PO Box 692 Canton, NY 13617	Electronic Service	No	OFF_SL_16-777_Official
Mark	Spurr	mospurr@fvbenergy.com	International District Energy Association	222 South Ninth St., Suite 825 Minneapolis, Minnesota 55402	Electronic Service	No	OFF_SL_16-777_Official
Sean	Stalpes	sean.stalpes@state.mn.us	Public Utilities Commission	121 E. 7th Place, Suite 350 Saint Paul, MN 55101-2147	Electronic Service	Yes	OFF_SL_16-777_Official
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Gerald	Van Amburg	vanambur@cord.edu	Board of Water and Soil Resources	N/A	Electronic Service	No	OFF_SL_16-777_Official

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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	OFF_SL_16-777_Official
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