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December 23, 2009

Ms. Patricia Van Gerpen, Executive Director
S. D. Public Utilities Commission
500 East Capitol Avenue
Pierre, SD 57501

Re: NorthWestern Corporation Proposed Contract With Deviation
PUC Docket EL09-____

Dear Ms. Van Gerpen:

With this letter, NorthWestern Corporation ("NorthWestern" or the "Company"), doing business as NorthWestern Energy, is filing with the Commission a proposed electric contract with deviation. Pursuant to ARSD 20:10:13:39, the Company states:

(1) The documents submitted with this filing include:

- An Application for Tariff Change and Report in Support of Tariff Filing of NorthWestern (the "Report"), pursuant to ARSD 20:10:13:26;
- The proposed revised tariff schedule, Section 4, Sheet 1. 5th Revised
- A map of the proposed route
- Explanation of the project and cost allocations
- A copy of the contract between NorthWestern and the Customer.

(2) The proposed effective date for the new tariff is February 1, 2010.

(3) The names and addresses of those to whom copies of the rate schedule have been mailed:

Mr. David Melius
36106 151st Street
Cresbard, SD 57435

(4) Brief description of the proposed changes in rates:

David Melius is an existing customer with a single-phase service to his residence, which also serves some grain bins and other machine shops. He informed us that he planned on adding multiple grain bins to this site. In order for this to be done without affecting the quality of service to other customers on the line we informed him that he would need to convert to a three-phase service entrance due to the load of motors that he is requesting to add.

NorthWestern is in the process of upgrading the line to three-phase. The underground portion of the work was completed in November, before the ground frozen. The customer desires the three-phase be available this winter for his grain bins. The remaining work is projected to be completed in February.

The estimate of the project cost attributable to the customer is \$17,211. A payment of actual construction costs will be due from the customer within 14 days after the Project Completion Date.

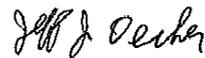
(5) Reasons for the proposed changes:

The reason for the proposed change is the customers need for upgraded service to serve his grain dryer load.

(6) Number of customers whose cost of service will be affected and annual changes in cost of service to such customers.

David Melius will be the only customer impacted by this filing.

Sincerely yours,



Jeff Decker
Regulatory Analyst

EXHIBIT A**REQUEST FOR CONFIDENTIAL TREATMENT**

COMES NOW, NorthWestern Corporation, doing business as NorthWestern Energy ("NorthWestern" or the "Company"), and pursuant to ARSD 20:10:01:41, requests confidential treatment as follows:

- 1) The documents for which confidential treatment is requested are the Electric Service Agreement between NorthWestern and David Melius (the "Customer"), dated November 3, 2009 (the "Contract"), and the work papers containing the Company's anticipated costs to construct facilities to the Customer's facilities;
- 2) The Company requests that such confidential treatment be afforded the Contract and work papers indefinitely, or a minimum of ten years
- 3) The name, address and phone number of the persons to be contacted regarding the confidentiality request are:

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Pamela Bonrud
Director – SD/NE Government and Regulatory Affairs
NorthWestern Energy
125 S. Dakota Avenue
Sioux Falls, SD 57103
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- 4) The grounds for confidentiality are that the Contract and Workpapers provide proprietary information concerning both the Company and the Customer, including the pricing of electric service, the costs of construction for the facilities to serve the Customer, etc. Sharing this information to third parties may provide competitive advantages to the competitors for both NorthWestern and the Customer.
- 5) As a factual basis in support of this request, please see the response to item 4) above.

SOUTH DAKOTA ELECTRIC RATE SCHEDULE

NORTHWESTERN CORPORATION d/b/a NORTHWESTERN ENERGY

Section No. 4

HURON

5th RevisedSheet No. 1

SOUTH DAKOTA

Canceling 4th RevisedSheet No. 1Contracts With Deviations

1. Redfield Ethanol Plant – Redfield
 - Execution – 01/23/2006
 - Expiration – 5 years, commencing with Plant Start-Up date.
2. David Melius – Cresbard
 - Execution – 11/04/2009
 - Expiration – Upon completion of construction.

(D)

(N)

(N)

(N)

Date Filed: December 23, 2009Service on or after
Effective Date: February 1, 2010

Jeffrey Decker
Issued By: Regulatory Department

