1	THE PUBLIC UTILITIES COMMISSION
2	OF THE STATE OF SOUTH DAKOTA
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4	IN THE MATTER OF THE APPLICATION BY EL09-028
5	PRAIRIEWINDS SD1, INC., A SUBSIDIARY OF BASIN ELECTRIC POWER COOPERATIVE, INC.,
6	FOR A WIND ENERGY FACILITY PERMIT FOR THE PRAIRIEWINDS SD1 WIND FARM AND ASSOCIATED FACILITIES
7	
8	Transcript of Proceedings
9	
10	March 1, 2010
11	6:30 p.m.
12	American Legion, White Lake, South Dakota
13	
14	BEFORE THE PUBLIC UTLITIES COMMISSION
15	Dusty Johnson, Chairman Steve Kolbeck, Vice Chairman Gary Hanson, Commissioner
16	
17	COMMISSION STAFF
18	John J. Smith Greg Rislov
19	Brian Rounds Tim Binder
20	Karen E. Cremer Stacy Splittstoesser
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MR. JOHNSON: Ladies and gentlemen, good evening. Thanks for coming out. A great crowd. Obviously a project a lot of people are interested in.

My name is Dusty Johnson and I'm with the Public Utilities Commission. The other two commissioners on your PUC are Gary Hanson and Steve Kolbeck, and we're happy to be here to night.

Ultimately it's going to be our job, by the time this process is done, to determine whether or not this project should move forward, and if so, what it should look like.

What are we here for tonight? I suspect you all know, but the official title of it, the legal title of the docket that's pending is "In the Matter of the Application by PrairieWinds SD1, a subsidiary of Basin Electric Power Cooperative, for a Wind Energy Facility Permit for the PrairieWinds SD1 Wind Farm and Associated Facilities."

The bottom line is this would be a 151-megawatt wind farm and that comes with a lot of associated facilities, some high-voltage transmission lines, some roads, some other

pieces of infrastructure, and the purpose of tonight is really two-fold.

First off, we want to hear from the applicant. This is an applicant's opportunity to inform us and you about some of the specifics of the project.

And then secondly, and, frankly, way more important, is that we get an opportunity to hear from you what kind of things you think we should be keeping in mind as we move forward on this process. You can ask questions or you can make comment, and we're happy to hear either of those.

There's a lot of detail -- a lot of work that goes into a project like this, and so if you've got questions, of course you can get them answered tonight, but if you want to review the application, that's where you get a lot of good information.

That application has been filed at the Aurora, Brule and Jerauld county courthouses at the county auditor's. You can also access it on the internet and an increasing large number of people do that.

Our Web site is PUC.SD.GOV, and if you

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want to figure out how to get it, why don't you grab any of us who work at the Public Utilities

Commission and we'll walk you through the navigation of how to find it.

It's not that tough, but it would be worth asking us to make sure you get pointed in the right direction.

So when we have a proceeding like this, it's a little bit like a court case in that you have maybe a number of people who are following it, but probably not all that many people who are legal parties, who are interveners in the case, and right now we've only got two legal parties to the case.

We've got the applicant and we've also got the Public Utilities Commission staff, and we'll introduce those folks a bit more here before too long.

But if you want to be a formal legal intervener, that would give you the right to introduce evidence, that would give you the right to request discovery from commission staff or from the applicant, give you the right to cross-examine witnesses, you can do that.

Your deadline to request that kind of highly

formal legal status would be March 10th, and we have applications for intervention, and grab any member of Public Utilities Commission staff if you would like to become an intervener.

If your only interest in this proceeding is to make your voice heard to the commissioners or to the applicant, you do not need to become an intervener. You can make your voice heard tonight or, frankly, after tonight by sending us an e-mail or calling us on the telephone or sending us a letter in the mail.

Now, for the applicant to earn a permit, they need to prove four things, and those four things are laid out in state law. It's not the kind of thing that we make up, and I'll just read you those four things to you.

They have to prove -- they have to show that their energy facility, number one, will comply with all applicable laws and rules; number two, that the facility will not pose a threat of serious injury to the environment or to the social and economic condition of inhabitants or the expected inhabitants of the sighting area; number three, that the facility

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will not substantially impair the health, safety or welfare of the inhabitants; and finally, number four, that the facility will not unduly interfere with the orderly development of the region, and we give special consideration to the views of local governments in the area.

Now, based on those factors, the commission has got three options. We can say, yes, we can say no, or we can say yes with certain conditions, and those are the options available.

And at this time, I'm going to go ahead and introduce the staff members that we've got assigned to this docket. It's their job to thoroughly analyze this. These sighting cases are very complex, very thorough. They can take six months or up to a year, depending on the type of — the type of sighting case.

So what I'm going to do is -- they've all got really interesting resumes. I'm not going to tell you their backgrounds and their area of expertise. What I am going to tell you is the number of cases like this they've worked on to give you a little bit of perspective.

First off, we have Ms. Stacy

Splittstoesser, who is also a pipeline
inspector for us, and she has worked on five
cases like this over the years.

We've got Ms. Karen Cremer who is the staff attorney. She's worked on 18 sighting dockets. We've got Mr. Tim Binder. Tim Binder is a staff analyst, and he's worked on five sighting cases before the commission.

Mr. Brian Rounds has worked on ten similar dockets. We also have -- and is that -- we don't have anybody else outside or anything we need to introduce, okay.

As commissioners, we can't talk to them, just like we can't talk to the applicant unless we're in an open meeting. It's a little bit like, you know, the judge can't go talk to the attorneys about -- you know, down at the county courthouse about proceedings when they're outside of session of court. The people we can talk to are the two people who advise the commissioners. They're Mr. Greg Rislov, who is the commission adviser, and he's served 33 years with the PUC and brings a great deal of expertise. We've got Mr. John Smith, who is

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the general counsel, the attorney for the commissioners and the commission, and he's a former cabinet legal secretary with the state government as well.

So with that, we're going to go ahead and begin by having the applicant make a presentation. Once the applicant is done, if you've got some comments or questions, you can step up to the mike.

We want to make sure that you have signed your name in at the -- at the front desk there. That's our only record of whether or not people came tonight, whether or not they -- you know, they care, and so we would like to have you sign in.

I will tell you that I spoke to the legislative delegation from this area this afternoon and Representative Noel Hamiel and Lance Carson and Senator Mike Vehle made it very clear that they wanted to be here tonight. Their business in Pierre is not going to allow them to get away, but they did request that the commission follow up and get them some additional information about what we heard tonight.

We also have our Secretary of State, Chris Nelson, who is a landowner in the area. And so, Chris, why don't you go ahead and -- he's your secretary of state. And with that, we're going to go ahead and have a short presentation from the applicant, and I actually should pause and see if -- if -- my colleagues, if I've forgotten to read anything. All right. With that, go ahead, Basin Electric, take it away.

MR. MATHER: Good evening. Thank you for coming out. We appreciate your attendance.

It's not the coldest night of the year probably, but it's also not summer. Although all of us from North Dakota think that you live in the banana belt, I'm sure you wouldn't agree with us most of the time.

I work for Basin Electric up in Bismarck,
North Dakota. I'm a project attorney that's
been assigned to this case. We're going to
have a presentation primarily tonight by the
project manager, who is Ron Rebenitsch, who is
sitting immediately to my right and by Kevin
Solie, who is the person in charge of the
permit and all of the extensive environmental
analysis that goes under -- on under the NEPA

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process that accompanies a project like this when there's certain government involvement.

Also with us tonight are Erin Dukart, who is on my far left, who is a staff biologist and she also works extensively with Kevin on the environment and permitting matters, and Miles Schumacher from Lynn, Jackson, Schultz & Lebrun as our local counsel.

So that will be the team of folks that are going to present tonight. I would like to echo Commissioner Johnson's sort of opening remarks. We view this as very much your meeting and your input is very important to us so we want to provide enough of a background information on the project to provide a real good foundation for questions, but we're going to go through it without wasting any time — any of your time, and if you have questions at the end, we really welcome them. So thank you for having us here. Thank you for coming tonight, and with that, I am going to turn it over to Ron Rebenitsch.

MR. REBENITSCH: Thank you, Russ. Well, I'll try to go through this, and one of the things I always get cautioned about is not to get too windy, so I'll try to keep it brief.

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Just to give you a little background,

Basin Electric is a member-owned and controlled wholesale power supply cooperative. What that says is that you guys own us. We have 135 member cooperatives that go all the way from the Canadian border to the Mexican border, and they in turn serve about 2.8 million consumers.

What we are is the guy that produces the electricity, that delivers it to the members so they can distribute it over those long empty miles, those fewer and fewer ranches out there.

These are our resources. They're located throughout the region, some coal-fired power plants, gas turbines and other wind projects that we have built and are building, as well as the Dakota Gasification project. That takes coal and turns it into national gas.

We have a number of committed wind generation sites where we have purchased the output or have actually built projects. This is an overlay of those projects, and should note too that we've got over 80 small consumer wind turbines that are under 100 kilowatts in size that are distributed throughout the region. We buy the output from that. Whatever

they send out through the grid, we'll reimburse the local co-op for that.

The green and renewable projects that we do have, we've got 350 megawatts of wind, 44 megawatts of waste heat. We capture waste heat from an industrial pipeline and turn that into power.

We've got new power purchase agreement on a project that's being built today in South Dakota by NextEra, and then we've got this wind project here that we're developing. This would be new to Basin Electric and Basic Electric would own it. In other words, you, the consumers, will own this.

All told, we've got 645 megawatts of green and renewable power. If you look at South Dakota, they rank very high as far as potential wind, and this map shows the hot spots and really the hot spots are over most of South Dakota. And maybe a better way to put it, it's hard to find a bad spot for wind in South Dakota.

The project description, we are looking at up to 111 turbines. There will be underground collector cables or feeder cables that take the

power from a turbine to a central substation. We need to built access roads. We're going to build an operations and maintenance building and then the collector substation.

Approximately 10 to 12 miles of 230 kV overhead transmission line will be needed to go from that collector substation to the nearest substation on the Western Area Power line, which is called the Wessington Springs Substation.

The turbines are expected to be delivered in, I should say, mid to late 2010. They require a federal environmental impact statement, and in that we must consider alternatives, and that's why we've looked at two alternatives, this site and the western, the Winner site.

And Western Area Power Administration, we call them Western here, we sometimes call them WAPA, W-A-P-A, and the Rural Utility Service, the coal lead agencies for the -- they in turn are looking at our alternatives. We have designated this site as our preferred alternative and we are moving forward with the intent of going to this site, but it will still

be up to the federal agencies to determine if we have selected the proper alternative.

The -- we also have a community wind project that we've been approached by. And what that is is a new development for the South Dakota Wind Project that we've got planned here. They call themselves the South Dakota Wind Partners, LLC, and discussions are ongoing to figure out how we can develop local participation in these large projects.

If you want to build a small wind project, it gets very expensive. To mobilize a crane, for instance, might be 200 to \$300,000 to bring it in and bring it out. So the idea of taking advantage of the fact the project has already been built and building another small one close by with community ownership is very attractive and we're exploring that with a group and we'll see where that goes.

We certainly are doing our best to figure out how to cooperate and be cooperative to help make this happen.

The proposed schedule and costs, we expect to obtain permits and approvals. We're working on that. We hope to get them all completed by

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summer 2010 and begin construction this summer.

We expect to begin putting turbines on line before the end of the year, and then complete this by the end of the year. That's what we call commercial operation. Each turbine is its own commercial operation.

The estimated cost of that project today is about \$350 million, and this is the general layout. You can see Chamberlain on the left and Wessington Springs up above, and that's a general layout of the boundaries of the project. We had to define these overall boundaries because that's what they study in the environmental impact statement.

Some of the numbers that we look at, obviously, wind is important. It's amazing how much the wind can -- a change in the wind speed can change the amount of energy you can produce. A one-mile-per-hour change in average annual wind speed will change production by about 15 percent, so that's why we try to make sure we put these in the very best locations.

And you might look at this and say why didn't you put one here or why didn't you put one there, or why did you put it up there. We

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do quite a bit of complex computer modeling when we pick the locations for these towers.

I'll just show you a couple of pictures now before I turn it over to Kevin. This is a completed foundation, a couple hundred anchor bolts that extend down around something in the neighborhood of 10 to 12 feet into the foundation. These are tower sections that will be delivered across the roads. They come in on big trucks and you need big cranes to lift them. Each of these towers contains a couple hundred tons of steel, so there's a lot of weight that has to be lifted and put up into the air.

This is what we call the nacelle, or the machine head, and that's where the generator and the gear box is. And you put that on top of the tower and then you bring up the blades.

Each one of those blades weighs around 15 to 16,000 pounds, and then you assemble that onto a hub that weighs 20 to 40 tons. And this is just a picture of the completed turbines that we put up in the past.

I mentioned a collector sub. This is an example of a collector substation and we need

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to gather all the power from all these turbines into one stop, and then from that spot we transmit it into the federal grid.

The transmission structures, we've gone to a single pole structure. We think they're very attractive. They minimize the impact, and it's just one less pole to drive around. So by going to these, we think they reduce the impact on the project. With that, I'll turn this over to Kevin.

MR. SOLIE: Thank you, Ron, and good evening. As Russ mentioned at the onset, I work in the environmental services division at Basin Electric, and we're responsible for all of the permits and approvals that are required for a project such as this. And of course the reason we're here tonight is for the South Dakota Public Utilities Commission. We've got our permit application in to them, and it looks something like this in a hard copy.

Also, we're working on the federal level, because we have an intersection with Western Area Power Administration, tapping into their line, and because we would be looking to the rural utility service for financing or a loan

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guarantee, it's a -- what's termed a major federal action, and because of that, we have to do an environmental impact statement.

And that doesn't mean that there are many environmental impacts, but it's the process that we have to follow.

And you see the four letters up there,

NEPA, that's the process that we follow. And I

do -- I guess I've seen some of you that are in

the crowd tonight at some of the meetings we've

had, I guess, on the federal side. And then

along with that there are county and other

local permits, such as conditional use permits

and building permits, and we would secure those

as well.

This line shows the EIS process really, and you can see that we had scoping meetings back in April of 2009, and those were held in Plankinton and in Winner, and each of those meetings had approximately -- oh, 80 or 90 people in attendance.

Moving down the chart, where you see the red arrow there, the federal agencies have issued a draft environmental impact statement dated January 15th, 2010, and the public

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comment period for that ends actually today, on March 1st.

Moving forward, the agencies will prepare a final environmental impact statement, and it will be another opportunity, 30 days for the public to comment, and then they would prepare a record of decision, and hopefully the federal process will be similar to the state process and we will be permitted some time in mid July of this year.

And this is just an example layout. And I guess the reason I have this slide is that the siting of these wind turbines is an iterative process. It's not -- it's kind of a fancy word for trial and error, but that's -- sometimes what -- what it amounts to, and so there are all these different resource that we have to consider, and so the turbine locations might not always be where the project engineer would like them, but we take all these different resources into consideration.

Here you can see kind of a laundry list of the things that are kind of studied in the process, both for the state PUC and for the federal process.

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A couple of the highlights there, I guess, are the threatened and endangered species. In this part of the state there are concerns about the whooping crane, the piping plover and a little minnow called the Topeka shiner, and so the agencies are doing what is called a Section 7 consultation with the U.S. Fish and Wildlife Service on those issues.

And then also, moving down to cultural resources, there are -- archeologists have been out and have studied the ground, and so we're looking at historic structures, prehistoric structures, such as stone rings, and then there's also a tribal consultation component as well.

So during construction, of course there would be, you know, somewhere between maybe 150 and 250 workers depending on how the contractor mobilizes. And of course that's going to bring a positive impact to the local economy because they will be looking for places to stay and they will need something to eat. Also, there's an opportunity for the use of local construction materials, sand, gravel, concrete, items like that.

Once the project is constructed, there would be 10 to 12 permanent jobs, and we estimate the payroll would be -- for those 10 to 12 people would be approximately \$550,000 per year plus -- plus benefits.

And our estimate on taxes, and this is our -- would be taxes paid to the counties, and this isn't to each county, but we're estimating that approximately \$500,000 per year would be paid amongst Brule, Aurora and Jerauld counties.

Again, I mentioned, I have seen some of you at meetings before, but we had our scoping meetings back in April and we had the draft EIS hearing just recently in -- in Chamberlain actually, on February 11th. And now here we are on March 1st, with the -- the hearing for the state action. With that, I will turn it over to Russ Mather.

MR. MATHER: Just a couple more comments with the commission's indulgence. There was a letter filed late on Friday afternoon consisting of some comments from some folks that I don't know whether or not they're going to be here tonight, the Campbells or their

attorney.

I just wanted to respond real briefly because a couple of them I think are -- are -- provide a real good basis for discussing some things that might be of interest to the folks, so it would just be real short.

One of the first comments that they raised was why do you have such a long-term lease. We asked for 50 years. Basin Electric Power Cooperative, its member cooperatives and the subsidiary that is going to construct and own this project intend to be around for a very long time. These turbines will become part of our resource mix. We intend to work very hard to maintain them very well, and the term of the lease reflects that.

The other thing that was raised just generally is you have a bunch of terms and conditions in there, and you don't appear to be very flexible as far as changing those terms and conditions. We think that our lease is pretty darn fair and — and represents some commercially reasonable terms and conditions for everybody.

It's very important to us that they give

us the ability to -- to do the operational things that we need to do to keep them running and -- and keep them generating for everybody's benefit.

And one of the most important things in terms of flexibility is that when you have a project this size and you're trying to deal with everybody fairly, frankly, the terms and conditions, as they ultimately come out, have to be essentially the same with -- with everybody. We can't have a situation where we're working with a bunch of people that we regard very strongly as working partners and have different terms and conditions for everybody. It's just -- it's our philosophy. We've been in the business a long time and it just seems fair to us, so that's our response to that.

They also raised some questions regarding setbacks of these turbines from the property lines of people who are not going to sign Basin Electric leases. And it's a fair question, but the question of where you put wind turbines really has very little to do with property lines. Our commitment, as we've stated in the

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application and as we've adhered to in every project that we've ever done, every rule, regulation, zoning ordinance and other codes by the State of South Dakota or any political subdivision will be fully complied with with regard to setbacks and every other aspect of construction and operation of these turbines.

Other than that, right now what we do is work with the individual landowners on whose lands we're going to locate these turbines, who have signed a lease, to find the best spot for wind. That's how you locate these things. It makes a difference, and we will locate the turbines in those spots.

Likewise, anybody that wants to put turbines on an adjoining property's landowner, we'll work with that landowner. We're quite confident to find the best spots from a wind perspective to locate there. It's almost impossible on a hypothetical basis to say what impacts any turbine will have on any other turbine so it's kind of a case-by-case basis and that's just where we have to leave it for now. We just will work with our landowners as hard as we can to optimize the turbines that we

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put down.

The last questions have to do with what is your approach on hunting. Our leases don't preclude any hunting. Whether the people are hunting on the land where the turbines are located that we have leased or on adjacent property, please don't shoot our turbines. It's really expensive for everybody. And Kevin and his people have been working very, very hard with the -- with all of the environmental people to -- to ensure to the greatest extent possible that there is minimal impact on the actual wildlife in the area, the game birds, the deer or anything else. It's a very important thing to us, and we've spent a lot of time trying very hard to make sure that that won't be impacted any more than is absolutely necessary.

The last question she has is noise. Right now we think that at the -- and help me out with this, Ron, right -- any receptor, any occupied residence that would care that the noise level from the turbines will -- is not expected in any case to exceed 50 decibels. In our lease we've asked our landowners to give us

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leeway to go up to 71 decibels. There's a couple of reasons for that.

The first reason is that at the time that we were negotiating some of these leases which is, you know, pretty early in the process, we weren't exactly sure what combinations of equipment and technology would be selected so we couldn't say exactly what the decibel level would be. The 50-decibel level that is referenced in the application is the one that is associated with the equipment that was actually selected for this project, and that's about as simple an answer as I have for that one.

So I don't want to extend our time with the mike. We'll turn it off, Commissioner Johnson, and turn it back over to you.

MR. JOHNSON: Well, he referenced a letter that was sent in by the attorney of some concerned landowners. You can find that letter on our Web site. Any communication that anybody makes with the commissioners about this proceedings goes up on this Web site and you will be able to find the transcript of tonight's public input hearing up on that Web

1 site. 2 Commissioner Kolbeck pointed out to me 3 that I have forgotten something. 4 MR. KOLBECK: I just wanted to thank the 5 4-Hers for coming here and keeping me fat and 6 happy. 7 MR. JOHNSON: And Gary and I are not going to make any snide comments or much hilarity 8 9 could ensue. But with that, now it's your turn. We want to hear from you. We've got a 10 11 mike up here in front. 12 If there's some mobility concerns that make it difficult for you to get to that mike, 13 14 just wave your hand, and we'll get you a mike 15 somehow, run it out to you. 16 Generally the way we like to do this is if 17 you have long comments, let's just hold it a 18 little bit. You know, people have got lives, 19 they've got things they want to do. So let's 20 hear from people who have relatively brief 2.1 comments and make sure they have an opportunity 22 to have their questions answered or their 23 comments heard, and then if you've got a lot to 24 say, we're happy to hear it. 2.5 All right. Any comments or questions?

1 spent enough time in Aurora County to know that 2 not everybody here is shy. Plus we've got 3 probably Jerauld and Brule people here also. 4 MR. ARNOTT: Jerauld County. 5 MR. JOHNSON: Hey, Gail, grab the 6 microphone. 7 MR. ARNOTT: Just a question about -- I'm Gail Arnott, Wessington Springs Area 8 9 Development Corporation. A question about the 110 towers. It was 101, and I'm wondering if 10 11 110 is a firm number and how we got to 110, and 12 also when will they make the decision about the 13 preferred site being selected? MR. REBENITSCH: Well, I'll start with the 14 15 last question first. We think we've selected 16 the preferred sites and we have -- 90 percent 17 certain we know where we're going to put them. 18 There are always issues that come up, and 19 sometimes you have to move them. And we might 20 discover something that we weren't aware of before and then we'll have to move them. 2.1 22 How did we get from 101 to 111? We had 23 always put in our application to the EIS, etc., 24 we were planning on 101 with an option to be 2.5 able to extend this 111. And that was my fault

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and my responsibility. I said, guys, you never know when something is going to come up. might want to add a few turbines. Maybe somebody will offer us a special bargain, so let's plan for up to 111. We had purchased We're planning up to 111, and we -it's -- as -- maybe I was lucky in having done that because we received this request here just a month and a half ago, would Basin Electric be willing to work with us to build an additional seven turbines. So now I've got 101, got 110 and got 108. The 108, fortunately, is less than 111. So, you know, we were able to say, yes, our permits and everything that we planned for allows us to put in an extra seven turbines because we had that 10 that could have added So that's how we ended up with 101 or the potential for 111. And if we can work out adding this extra seven for a community wind project, we're trying to do that.

We're wrestling with the number of issues right now. I'm saying as a project manager, you know what, we build it, I can build it, but there's all kinds of economic and financial and tax issues that need to be settled first.

1	MR. ARNOTT: By preferred site I meant
2	White Lake versus Winner.
3	MR. REBENITSCH: Okay.
4	MR. ARNOTT: When will they make the
5	MR. REBENITSCH: That is really up to the
6	federal agencies.
7	MR. JOHNSON: Ron, why don't you repeat
8	the question.
9	MR. REBENITSCH: Okay. The question was
10	what is the preferred site? Is it Winner or
11	Crow Lake? And I will tell you that Basin
12	Electric, as the owner of the project, has
13	gotten what we call the owners' preferred
14	alternative and we've named Crow Lake, but it
15	has to go through the federal agencies. And I
16	think I'm going to defer to Kevin for a moment
17	to maybe expound on that a bit.
18	MR. MATHER: I think Ron has pretty much
19	captured it. The only thing that I can add is
20	that we have only made application to the state
21	for the Crow Lake site.
22	MR. ARNOTT: And when will they decide it?
23	MR. MATHER: We're looking for what's
24	called the record of decision, would be
25	in in sometime this summer and

1 MR. REBENITSCH: We're going through the 2 EIS process and each step takes some time, and 3 sometimes they take longer than expected, and that's the kind of thing that gives me high 4 5 blood pressure, and I make the joke that I started this project with a full head of hair. 6 7 We're working on trying to achieve that record of decision this summer so I can get started 8 9 with construction. MR. JOHNSON: Okay. Who next? And when 10 11 you come to the mike, please do as Mr. Arnott 12 did, mention your name and where you call home, 13 and we would ask you to speak loudly and slowly 14 so that Stacy, the court reporter, can get it 15 all down. 16 THE COURT REPORTER: Perhaps spelling the 17 last name also. 18 MR. JOHNSON: Oh, yeah, spelling the last 19 name. Unless you're Jones. 20 MR. KOLBECK: All right. What do you call 2.1 a room full of wandering nuns? Roman 22 Catholics. I've got a bunch more jokes like 23 that if we don't get people up to the 24 microphone. 2.5 MR. HOTCHKISS As long as Jerauld County is

1	represented, Harold Hotchkiss, resident of
2	Wessington Springs.
3	MR. JOHNSON: Harold, how do you say that
4	last name again?
5	MR. HOTCHKISS: Hot, C-H, with a kiss on
6	it, Hotchkiss. Not Mahotchkiss or Hotchkissia
7	or anything like that. It's Hotchkiss. The
8	life of these turbines, how long do they last
9	before you have to repair them?
10	MR. REBENITSCH: Well, we're going to
11	implement a very strong maintenance program
12	from the beginning. Our design life is 25
13	years. If we maintain them and keep them in
14	good shape, they will be like any old tractor,
15	you keep them in good shape, it will run
16	indefinitely.
17	We may have to replace a generator, might
18	have to replace some gears in the gear box, but
19	the infrastructure, the tower, the foundation,
20	that doesn't wear out.
21	MR. HOTCHKISS: No, that wasn't wear out.
22	All I was wondering for is a chance for shops
23	to rebuild in the community or will everything
24	leave to be done or
25	MR. REBENITSCH: We'll probably we'll

try to do as much as we can locally. There are a fair number of parts that we'll have to order in to replace.

The one thing I like -- as an engineer, the one thing I like about a wind turbine is that there's not a lot of moving parts. You've got the big rotor, you've got a gear box and you've got a generator, and then some little motors that keep it rotating.

So small motors we can have repaired in the region or locally. The big gear box, that -- you need a place, a foundry where you can do large castings. But for the most part, this 10 to 12 people are going to be very highly trained, and they will do as much of the maintenance as they can.

MR. HOTCHKISS: Well, I was just really wondering if there would be something -- a shop or something that would be local to do some of that maintenance work, building or rebuilding work.

MR. REBENITSCH: There will be some of that, but I'm -- at this point in time, I can't predict.

MR. HOTCHKISS: Not much.

MR. REBENITSCH: But we'll try to do as much as we can in-house in our operations and maintenance building.

MR. HOTCHKISS: Okay. Thank you.

MR. LAMBERT: Good evening. My name is

David Lambert, L-A-M-B-E-R-T. I represent the

regional economic development group called

Dakota Heartland Development Association which

works with rural communities in a six-county

area in south central South Dakota, including

Aurora county and White Lake.

While others are better suited to answer the specific questions regarding the potential direct economic impact of Basin's PrairieWinds South Dakota 1 project, let me share with you the ripple effect that has impacted White Lake and the communities to the east that have started to react to the potential benefits of a project of this size and magnitude.

First, the phone calls have already started to arrive in White Lake, Plankinton, Corsica and other communities regarding the types of eating and sleeping establishments available for construction and support personnel to this project.

Suppliers have been busy identifying transportation channels to deliver materials, including both rail and roads. This impact will be shared and distributed among these transportation channels due to the tremendous amount of materials, equipment and auxiliary services that will be needed due to this project's timeline for construction.

While much has been discussed regarding the construction phase of this project, the city of White Lake and the development corporation are working to capture the permanent jobs and services needed to maintain and operate this energy project if it comes to fruition. These preparations include working to ensure that local kids who are currently involved in MTI, Mitchell Technical Institute's, energy production and transmission program be considered for these good paying jobs.

White Lake's public school system is working with area schools and MTI to offer credit courses to excite high school students in this new and exciting field. White Lake Development is working to attract other

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auxiliary types of businesses to the community
to enhance its newest industry partner.

White Lake believes this project's
investment will pump new life in a town that

investment will pump new life in a town that strives to grow into the future. On behalf of the White Lake Development, the city of White Lake, and myself, I thank you for this opportunity to share our optimism about this project.

MR. JOHNSON: Thank you, Mr. Lambert.

MR. BECKMAN: Dennis Beckman, Jerauld

County. I got kind of a two-part question. I

have a friend in another state and they have a

wind farm down there. Now, they pay for the

wind field, so much an acre. Do they do that

here?

MR. REBENITSCH: The leases that we've set up are based on a per turbine basis. We pay so much per turbine per year, and then that amount goes up 2 percent every year.

MR. BECKMAN: Yeah, this is, you know, an area like two miles around the site, they would pay so much an acre because of the -- you know, the site needs the wind, and it's basically, you know, per -- you know, other towers

couldn't go behind there, see.

MR. REBENITSCH: Initially -- well, there's two other payments, too, I should mention. We pay so much per acre for the original option when we started sighting the towers because we didn't know where they were going, and then we will also have a construction payment equivalent to one year of turbine rent.

But we -- we looked at this and said, do
we want to go on a cash rent or a crop share.
We felt the cash rent approach made more sense,
and it really comes down to the turbines. If
you look at the acreage, each turbine only
permanently disturbs about four-tenths to a
half an acre. That includes the road out to
the turbine.

MR. BECKMAN: My other question was you said, I believe, there was \$500,000 worth of taxes that you felt this would bring in. How will they come to the community? You know, I've heard that they won't have to pay anything for ten years, the state has some concessions on that, and, you know, the one in Wessington Springs I believe has been going for about a

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1 year, and I don't know if there's been any 2 3 yet. 4 MR. REBENITSCH: I'm not a tax expert, but 5 6 7 8 9 10 11 12 13 14 15

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taxes that went back to Jerauld County as of

I -- and I -- but I do understand at this point in time that it's not a case where we're not going to be paying any taxes, but there's an offset in the earlier years and that trends up, and that is being looked at at this time.

MR. SOLIE: If I could add, one of the tax experts at Basin Electric did the calculation, the \$550,000 per year to be divided amongst the counties, that is for the first year of operation and that's with the tax incentives that are currently in place.

MR. BECKMAN: Okay. So the actual structure that's -- itself, would not be taxed, would that be right, only the tower and the footing can be taxed to the county, or that won't be taxed for that ten-year period?

MR. JOHNSON: South Dakota changed just a couple of years ago its tax laws. And a large wind farm, and I won't talk about this one specifically, but a large wind farm now actually has what is equivalent to a production tax. It's not a property tax, it's a production tax in lieu of a property tax. And so about 80 percent of the structure isn't taxed. The production tax is sort of pegged what would be about 20 percent of the value, if it was a different kind of property taxable type item. I'll see if my colleagues have anything else to add on that.

MR. DOLAN: There's a nameplate tax, too, that is not taxed. That's \$3 per nameplate capacity for the entire project.

MR. JOHNSON: There's a what, Ross?

MR. DOLAN: It's a nameplate tax that the communities and the government get that does not -- is not affected by that -- by that other formula.

MR. JOHNSON: It's quite a confusing —

Mr. Dolan just brought up that there's another

component to it. It's a production and it's a

nameplate. There's also a rebate provision if

you're building transmission. It's a really

confusing formula, and we don't have anyone on

staff who's an expert on it. The folks at the

Department of Revenue and Regulation are the

experts. If you want some specifics, we would

1	be happy to put you in touch with someone who
2	is.
3	MR. DOLAN: But the nameplate tax would be
4	\$450,000 roughly for the project, the nameplate
5	taxes for the entire project. That's split
6	between the local governments and the schools
7	and that that's not subject to any kind of
8	break-back.
9	MR. JOHNSON: Ross Dolan just explained
10	his understanding of the taxes, and if anybody
11	has any question, he sounds like he knows a
12	little bit.
13	MR. DOLAN: And that's from the state.
14	MR. BECKMAN: And that would come each
15	year?
16	MR. DOLAN: Yes. That's not subject to
17	MR. JOHNSON: Ross, if we're going to have
18	you talk, why don't we go ahead and have you
19	grab the mike.
20	MR. DOLAN: Ross Dolan with the Daily
21	Republic. I'm not supposed to be
22	participating, but there is with the
23	nameplate tax, the it's a \$3 per kilowatt
24	excuse me kilowatt tax based on the so if
25	it's 150,000 kilowatts, which is what this

project is, roughly -- 151,000 actually, but for the simple math it comes out to be \$3 per kilowatt basically. So it comes out to be \$450,000 that goes to the government and the schools in the area. And that's not -- that's not deducted with any kind of formula, okay. That's separate from the production tax, okay. The production tax is added on to that.

And then it would be -- the money would -after the 10th year, the production tax would
be going to the cities and the -- also goes
back into the real estate fund or what do you
call the fund? I can't recall that exactly.
But the thing that you do have to know is that
the nameplate tax, that's not deducted, that
goes out immediately and it can't be lowered,
okay, so that's available to you right away.
So it's 450,000 bucks.

MR. JOHNSON: Okay. Other questions or comments?

MR. WITTE: Lance Witte, Wessington

Springs superintendent. I have a couple of
questions. I saw you had a map up on one of
your slides, and it looked like a location map
of the farm. And do you have the distribution

1 of where the turbines will be located by 2 county, how many might be in each county? 3 MR. REBENITSCH: I don't have that with me 4 tonight. 5 MR. WITTE: Is that located on the Web site or somewhere where we can access that? 6 7 MR. REBENITSCH: No, and there's a reason for that. We're still shifting turbines and as 8 9 we find things, we might have to move it. We're trying not to disappoint people, trying 10 11 not raise expectations. 12 MR. WITTE: I was trying to count them as 13 you had them up there to see how many were 14 going to be in Jerauld County but I wasn't fast 15 enough before you moved so. 16 And to answer the question about the 17 Jerauld County taxes, I can add a little bit to 18 that. We were anticipating those taxes to come 19 in in February, but because of the handover 20 from Babcock & Brown to NextEra that's been 2.1 delayed by about two months' time. 22 MR. JOHNSON: Other questions or comments? 23 And we'd asked you to hold off if you had 24 longer comments. It appears as though we've 2.5 got a little bit of a lull so we take questions

1 or comments of any size or length at this time. 2 MR. KOLBECK: I could ask a question of 3 the applicant. You threw out some technical terms earlier when we talked about dB. Could 4 5 you maybe explain to the crowd what 50 dB sounds like. 6 7 MR. REBENITSCH: DB is decibels, and 50 dB is equivalent to a fairly quiet room inside 8 9 your house. And if any of you have the 10 opportunity, I would encourage you, stop on the 11 road up here by the Wessington Springs project 12 and get out and listen and see if you can hear 13 anything. 14 These turbines are very quiet. The type 1.5 of turbines we'll be building are also 16 identical to the turbines that already exist up 17 at Wessington Springs. Those aren't our 18 turbines, but we're building something very 19 similar. 20 MR. KOLBECK: There's also been some talk 2.1 of flicker and other things like that. Can you 22 maybe address -- have you had any trouble with 23 that at other projects and maybe explain what 24 flicker is? 2.5 MR. REBENITSCH: Yes. What flicker is is

when a turbine is rotating in our latitude, the sun can get pretty low in the sky in the wintertime, and so you try to set your turbines so you don't have that rotating shadow that goes across somebody's picture window.

We have got some very sophisticated computer programming that allows us to predict — it takes all the latitude and the arc of the sun and predict where the flicker would occur, and so then we'll adjust the turbines so that we minimize that.

Now, we can't get rid of it all entirely.

There's -- there's times -- but we do keep it

down to just a few minutes in the -- say,

either in the morning or in the evening, and

typically that might be in the spring or in the

fall.

But we do -- we do design them -- we try to take that flicker out of them because nobody likes a shadow crossing your window.

MR. JOHNSON: Other questions or comments?

MR. MOELLER: My name is Scott Moeller.

I'm here from White Lake. I go to Mitchell

Tech for the school. I was wondering if -
Basin, if you guys were going to do any work,

1 or are you going to sub it all out? 2 MR. REBENITSCH: The work that we are 3 planning on doing -- we're going to do the 4 maintenance work, but at this point in time we 5 have signed what we call a balance of plant contract, and with that contract we -- we 6 7 purchased the turbines already, and they're GE turbines and they're going to be delivered 8 9 starting early this fall. The contractor will unload the turbines, 10 11 he'll build the foundations, he'll build the 12 roads, he'll install the underground cables and 13 then he'll erect the turbines and do the initial commissioning. Basin Electric will be 14 15 more just monitoring that construction. 16 MR. MOELLER: Thank you. 17 MR. REBENITSCH: You're welcome. 18 MR. JOHNSON: Mr. Moeller, how do you 19 spell your name? 20 MR. MOELLER: M-O-E-L-L-E-R. MR. JOHNSON: Perfect. Thanks. 2.1 Any other 22 comments or questions? While you're gathering 23 your thoughts, we will just reiterate that you 24 do have an opportunity to make written comment 2.5 to us. We would be happy to receive those as

1 well at the commission. If you would like some 2 contact info, feel free to grab any of us after 3 the meeting tonight. Any other comments or questions? 4 5 MR. GILLEN: My name is Darin Gillen, 6 G-I-L-E-N. With a project this size, do you 7 have any idea what your gross receipts are going to be? I know, that's part of the tax 8 9 base --MR. REBENITSCH: The revenue -- if you 10 11 look at turbines, we're expecting them to each 12 produce somewhere around 6,000 megawatt hours a 13 year or six million kilowatt hours a year. 14 As far as revenue, we're taking that power 15 and we're integrating that into the rest of our 16 resource and we deliver then the reformed power 17 to our members. I'm trying to come up with a 18 number -- there isn't really a cash number 19 because we blend it in with our coal-fired 20 power plants and our gas turbines and our 2.1 transmission, and then we deliver that at a 22 wholesale rate to our members. 23 MR. GILLEN: But you don't have any 24 approximate value to put on it? 2.5 MR. REBENITSCH: If you take 6,000

1 megawatt hours a year, the spot market for 2 power -- electricity in -- at MISO right now is 3 probably averaging somewhere -- anywhere from 4 the lower teens per megawatt hour to \$100 a 5 megawatt hour. Over the last year it's averaged probably 35 during the on peak times 6 7 and 25 during the off peak times, which would 8 be equivalent to about three cents a kilowatt 9 hour. I'm pulling these numbers out of my head 10 from what I've been watching. That's what 11 power is worth. 12 Now, I can tell you some others numbers, 13 though, and that is the all-in costs of this 14 project will average somewhere around six cents 1.5 a kilowatt hour. That's the all-in cost. 16 you subtract out the production tax credits and 17 the treasury grant, etc., you're dropping 18 significantly below four cents a kilowatt hour. 19 MR. GILLEN: Thank you. 20 MR. JOHNSON: Other comments or questions? 2.1 MR. NELSON: Chris Nelson. Two questions 22 and one comment. First question, South Dakota 23 Wind Power or Wind Partners, LLC, who are the 24 components of that? 2.5 MR. REBENITSCH: Right now there are 12

1 boards of directors is my understanding. 2 of them will be representing the corn growers, 3 three of them will be representing the farm 4 bureau, three will be representing the farmers 5 union and three will be representing the cooperatives. And what they'll do is put this 6 7 together much like an ethanol plant where 8 they'll be out seeking people -- participants. 9 I really don't -- I can't get into any more detail than that because this is their 10 11 business, and I don't want to be saying things 12 that they may not -- at this point in time may 13 not be ready for. MR. NELSON: I understand. The second 14 1.5 question, 10 to 12 employees, what's kind of 16 the hiring schedule? 17 MR. REBENITSCH: We want to start hiring 18 employees probably by mid summer. I would like 19 to have those employees there while it's being 20 built so they develop that institutional 2.1 memory, that they remember where that cable was 22 buried just in case we ever have to go find it 23 sometime. 24 MR. NELSON: And the one comment on behalf 2.5 of at least one landowner, I would ask the

Public Utilities Commission to look very favorably upon this application and move as quickly as possible. Thank you.

MR. JOHNSON: Other questions or comments? There's an additional award because apparently if you say something good, you get a round of a applause so -- questions or comments? We'll make one final request for any questions or comments. I kind of go slowly because as you notice about every 20 seconds we sort of get somebody who pops up so --

MR. BECKMAN: Dennis Beckman. I just had one more question. If there's any problems in the -- you know, with people, is it Basin's responsibility or the contractor who does the site?

MR. REBENITSCH: It's Basin. Basin is the builder. We're the owner. If you have problems with a contractor or the building, we want to be the first to know. We're going to have an individual or two — hopefully just keep it to one so that if there's ever any questions, your road is not being graded properly, somebody left the gates open, you know who to call. The buck stops here.

1	MR. BECKMAN: It stops with Basin then
2	basically?
3	MR. REBENITSCH: Yes.
4	MR. BECKMAN: Okay. Thank you.
5	MR. JOHNSON: And Mr. Dolan just tracked
6	down again, there are a few different
7	components, there's the nameplate tax capacity
8	he talked about, there's also the production
9	tax that's been referenced. The nameplate
10	capacity largely will stay local. Production
11	tax, 20 percent goes to local governments, 80
12	percent goes to the state property tax
13	reduction fund.
14	MR. DOLAN: Not all of it, for the first
15	ten years.
16	MR. JOHNSON: For the first ten years.
17	MR. DOLAN: Yeah.
18	MR. JOHNSON: Other questions or comments?
19	Well, then we do want to thank you for your
20	time tonight, and certainly the Public
21	Utilities Commission and the applicant will be
22	sticking around to answer your questions one on
23	one. If you've got questions about the process
24	or about the project, feel free to ask.
25	Yes, Ms. Splittstoesser.

1 MS. SPLITTSTOESSER: There was a question 2 here, they wanted the name of the contractor, 3 you had said the name of the contractor who was 4 going to be constructing the turbines. 5 MR. REBENITSCH: It's our intent to go with Wanzek Construction out of Fargo, North 6 7 Dakota. 8 MS. SPLITTSTOESSER: Wanzek? 9 MR. REBENITSCH: Yeah, W-A-N-Z-E-K. 10 MR. JOHNSON: And let's go ahead and have 11 the -- the applicant team and the Public 12 Utilities Commission staff go ahead and stand 13 so people can get a good look at you. Because once we get dismiss the audience here it's 14 15 going to get -- so pick out your favorite that 16 you want to ask questions of and track them 17 down. Thanks very much. 18 (The hearing was concluded.) 19 20 21 22 23 24 2.5

1	<u>CERTIFICATE</u>
2	STATE OF SOUTH DAKOTA)
3	:SS
4	COUNTY OF MINNEHAHA)
5	
6	I, STACY L. WIEBESIEK, RPR, Notary Public in and for
7	the State of South Dakota, do hereby certify that the
8	proceedings were by me reduced to machine shorthand in the
9	presence of the parties, afterwards transcribed by me by means
10	of computer, and that to the best of my ability the foregoing
11	is a true and correct transcript of the proceedings as
12	aforesaid.
13	I further certify that these proceedings were taken at
14	the time and place specified in the foregoing caption.
15	I further certify that I am not a relative, counsel or
16	attorney for either party, or otherwise interested in the
17	outcome of this action.
18	IN WITNESS WHEREOF, I have hereunto set my hand at
19	Sioux Falls, South Dakota, on the 13th day of March, 2010.
20	
21	
22	STACY L. WIEBESIEK, RPR NOTARY PUBLIC
23	
24	My Commission expires December 21, 2013.
25	

<Dates > 90 18:20, 28:16 51:10, 51:12 air 16:14 all-in 47:13, 47:15 23620 coldest 9:12 39:19 correct 52:11 52:19 December 21, 2013. collector 12:25, 13:4, components 47:24, 50:7 Corsica 34:22 cost 15:7, 47:15 Darin 46:5 darn 22:22 28 11:7 20 1621, 39.5, 49.10, January 15th, 2010 allows 29:15, 44:7 computer 16:1, 44:7, 52:10 costs 14:23, 47:13 50:11 13.7, 16:24, 16:25 dated 1825 ability 23:1, 52:10 able 26:24, 28:25 combinations 286 comes 223 35:14, 37:13, 41:2, 41:3 coming 22, 9:11, 10:20, 27:5 comment 3:12, 19:1, 200 14:13 counsel 8:1, 10:8, David 34:6 March 1, 2010 1:18 2009 18:18 2010 15:1 concerned 26:20 day 5219 almost 24:19 already 14:15, 34:20, 43:16, 45:7 March 1st 192, 21:17 concerns 20:3, 27:12 concessions 37:23 concluded, 51:18 count 4212 days 19.5 DB 43:4, 43:5, 43:7 deadline 4:25 deal 7:24, 23:7 29:13 March, 2010, 52 19 \$100 47:4 **2010**. 13:12 above 15:10 counties 21:7, 21:11, 38:13 COUNTY 3:21, 3:22, alternative 13:24, 14:2, 30:14 absolutely 25:17 access 3:22, 13:2, 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