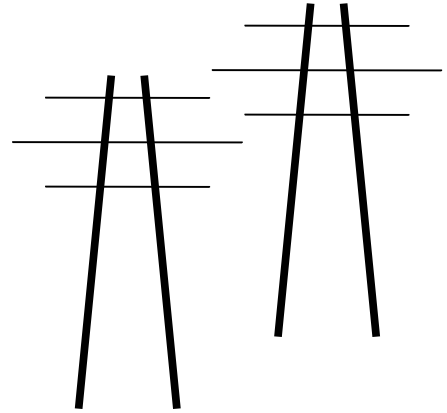


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September 24, 2010

Beverly Heydinger
Administrative Law Judge
Office of Administrative Hearings
P.O. Box 64620
St. Paul, MN 55164-0620

via email & eFiling

RE: NoCapX 2020, U-CAN and North Route Citizens Alliance Amended Petition for
Intervention and Exhibits
CapX 2020 Fargo-St. Cloud transmission route
OAH Docket No. 15-2500-20995-2
PUC Docket No. ET-2, E002/TL-09-1056

Dear Judge Heydinger:

Enclosed for filing please find NoCapX 2020, United Citizens Action Network and North Route Citizens Alliance's Amended Petition for Intervention.

This letter and Amended Petition for Intervention are being eFiled and served via email to all parties of record, with a hard copy to you.

Very truly yours,

Carol A. Overland
Attorney at Law

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

In the Matter of the Application for a Route Permit for the
CapX 2020 Fargo to St. Cloud 345kV Transmission Project

**AMENDED PETITION FOR INTERVENTION
NO CAPX 2020, UNITED CITIZENS ACTION NETWORK,
and
NORTH ROUTE CITIZENS ALLIANCE**

I. INTRODUCTION

NoCapX 2020 (hereinafter NoCapX), United Citizens Action Network (hereinafter U-CAN) and North Route Citizens Alliance (hereinafter NoRCA) hereby make this Petition for Intervention as full parties, with all the rights of a party. NoCapX, U-CAN and NoRCA are organizations of affected landowners and residents within and in the immediate vicinity of the Fargo to St. Cloud transmission preferred and alternate routing options proposed for Phase I of CapX 2020. NoCapX, U-CAN and NoRCA are joining together in this intervention to effectively utilize our limited resources.

In the Prehearing Conference, we were told that United Citizens Action Network and North Route Citizens Alliance must produce Articles of Incorporation, Bylaws and a Resolution from the Board authorizing representation in this proceeding. NoCapX 2020 had incorporated and produced such a Resolution upon demand in the CapX Certificate of Need proceeding in

2008. When asked for citation to authority that mandates Articles of Incorporation, Bylaws and a Resolution from the Board, the Judge did not cite authority, stated that Bylaws and a Resolution should be sufficient, and expressed concern over identification of who was speaking for the organization. NoCapX 2020 and United Citizens Action Network have intervened in several utility proceedings, and counsel for NoCapX 2020, U-CAN and NoRCA has represented parties in many other proceedings before the PUC, and no such documentation has ever been required in any other instance. While we have provided some organizational documentation, attached and addressed below, we find this requirement most irregular and neither authorized or required under the rules of the Public Utilities Commission or the Office of Administrative Hearings. We are attempting to participate and protect our rights to participate. We ask that this practice cease, or in the alternative, that this matter be Certified to the Commission, so that they may address the Commission's desire and authority for such a requirement.

II. INTERVENTION IS OPEN TO "ANY PERSON" – INCORPORATION IS NOT REQUIRED – AND REQUIREMENT OF INCORPORATION IS CONTRARY TO THE RULES AND THE COMMISSION'S MANDATE OF BROAD PUBLIC PARTICIPATION.

The rules for Power Lines and Power Plant Siting, and also the general APA rules, provide guidance for intervention:

1405.0900 INTERVENTION AS PARTY.

Subpart 1. Petition.

Any person desiring to intervene in the hearings as a party shall submit a timely petition to intervene to the administrative law judge and shall serve the petition upon all existing parties. Timeliness will be determined by the administrative law judge in each case based on circumstances at the time of filing. The petition shall show how the petitioner's legal rights, duties, or privileges may be determined or affected by the proceedings, how those rights, duties, and privileges are not otherwise represented, and shall set forth the grounds and purposes for which intervention is sought and shall indicate petitioner's statutory or legal right to intervene, if one should exist.

Minn. R. 1405.0900, Subp. 1.

The rules of the Office of Administrative Hearings, for Power Lines and Power Plant Siting, and generally, define “Person” in both Chapter 1405 and 1400:

1405.0200 Definitions

Subp. 4. Person.

"Person" means an individual, partnership, joint venture, private or public corporation, association or society, firm, public service company, cooperative, political subdivision, municipal corporation, governmental unit or agency, public utility district, or any other entity, public or private, however organized.

Minn. R. 1405.0200, Subp. 4. The OAH general definition of “person” is similarly broad:

1400.5100 Definitions

Subp. 8. Person.

"Person" means any individual, business, nonprofit association or society, or governmental entity.

Minn. R. 1400.5100, Subp. 8.

Rather than being restrictive, the rules state that “any person” may intervene, and define “any person” very broadly, and there is no requirement that an intervenor be incorporated.

Limitation of intervention to only incorporated entities would be contrary to the legislature’s mandated public participation policy of the commission:

The commission shall adopt broad spectrum citizen participation as a principal of operation.

Minn. Stat. §216E.08, Subd. 2.

a. Requirement of incorporation is arbitrary and unjustified.

Prior to last week’s Prehearing Conference request, the only time that incorporation has been demanded of an intervenor was in 2008, in the CapX 2020 Certificate of Need proceeding, where, despite the rules being the same as they are today, above, NoCapX 2020 was required to provide Articles of Incorporation and a Resolution. A requirement of incorporation is arbitrary because incorporation is not required by the rules, and it is arbitrary because incorporation has

not been demanded or required of other intervenors in other dockets. Incorporation is burdensome and expensive, an unjustified hurdle to public participation.

b. Prior experience in CapX 2020 Certificate of Need docket shows the demands for incorporation is arbitrary.

In this docket, there are no other petitioning intervenors. Prior experience in the CapX 2020 Certificate of Need proceeding, shows that of the many parties intervening in that docket, no intervening party other than NoCapX 2020 was required to incorporate and provide proof of incorporation.

Parties in the CapX 2020 Certificate of Need docket:

- **United Citizens Action Network** was not and is not now incorporated, and has no plans to incorporate. The founders of U-CAN were refused intervention status after petitioning upon receipt of late notice that they would be directly affected by the MinnCan pipeline, and appealed that denial of intervention. U-CAN intervened immediately upon receiving notice of CapX 2020, and was not required to provide evidence of incorporation (though U-CAN and the Prairie Island Indian Community were later subjected to an Order to Show Cause to demonstrate why it should remain a party. U-CAN prevailed and remained a party. Order to Show Cause, August 4, 2008, CapX CoN Docket 06-1115.).
- **Citizens Energy Task Force** was not incorporated at the time of petitioning for intervention, was not asked or required to provide evidence of incorporation or a board resolution, and was granted intervention status without provision of incorporation documentation. CETF incorporated after intervention. Exhibit A, CETF SoS Screen.
- **Wind on the Wires** was granted intervention and party status in the CapX CoN and other PUC dockets, but “Wind on the Wires” is a grant and a program of the Izaak Walton League and its Director is paid by the Izaak Walton League – in essence, the Izaak Walton League is intervening twice. Exhibit B, Announcements of WOW \$4.5 million grant 5/1/2001 and \$8.1 million grant 6/26/2003. This second grant, \$8.1 million, was announced just days after an agreement was filed by Xcel and Interstate Power and Light in the TRANSLink docket (02-2152), an agreement executed by parties MCEA, Izaak Walton League, ME3 and North American Water Office. Exhibit C, Settlement Agreement. Wind on the Wires did incorporate a year and a half after the first grant. Exhibit D, WOW SoS Screen. However, Beth Soholt, “Executive Director” of “Wind on the Wires” remains an employee of Izaak Walton League and “Wind on the Wires” is a program of Izaak Walton League. Exhibit E,

Izaak Walton Employee and WOW program pages from IRS 990 (selected). There has been no scrutiny of “Wind on the Wires.”

- **Minnesota Center for Environmental Advocacy** had two roles when it both represented intervenors and petitioned for and was granted intervenor status. Neither MCEA nor any of its “clients” were required to present incorporation documentation or board resolutions, nor was MCEA’s representational and intervenor status scrutinized.
- **North American Water Office and Institute for Local Self-Reliance** were not required to present incorporation documentation or board resolutions. The Intervention Petition was a joint petition filed by “Thomas Randall Church,” but no Notice of Appearance filed by anyone representing NAWO/ILSR. George Crocker appeared for both NAWO and ILSR during the hearing, with no Appearance filed. George Crocker is not an attorney, but can legally represent NAWO as a board member/officer or employee of his own non-profit. However, Mr. Crocker is neither a board member or employee of the Institute for Local Self-Reliance, and representation of ILSR by Crocker is likely unauthorized practice of law under Minn. Stat. §481.02, Subd. 1, and/or Minn. Stat. §481.02, Subd. 2. NAWO and ILSR were not required to present present incorporation documentation or board resolutions, nor was George Crocker’s representation of ILSR scrutinized.

The requirement of incorporation documentation and a board resolution is arbitrary where all parties in a proceeding are not held to the same standard, the same requirements, and where irregularities or improprieties in representation of some parties are not questioned.

c. Incorporation by intervenors has not been demanded in other dockets.

A demand for and requirement of incorporation by intervenors is also arbitrary because incorporation by intervenors has been demanded selectively, and experience and a search has shown that it is not required in other dockets.

For example, in the Hiawatha Project transmission docket (PUC Docket 09-38), there were at least **ten** non-governmental intervenors, ranging from large public and small private corporations, to community organizations and other non-profits, and there was no requirement of production of evidence of incorporation or resolutions regarding representation from any of these many entities.

In the other CapX 2020 dockets in which NoCapX 2020 and United Citizens Action Network have intervened, Brookings (08-1474) and LaCrosse (09-1448), there was no requirement of production of evidence of incorporation or resolutions regarding representation for intervention.

Of those dockets in which NoCapX 2020 and United Citizens Action Network counsel has represented other unrelated parties, none had any requirement of production of evidence of incorporation or resolutions regarding representation for intervention¹. In others that were not “contested cases” but where landowners and advocates participated extensively, there was also no concern about whether the groups were incorporated². This writer has not been able to find other instances of requirement of incorporation and production of resolutions in any but these two dockets, the CapX 2020 Certificate of Need (06-1115) and this above-captioned CapX 2020 Fargo-St. Cloud routing docket (09-1056)..

d. Scrutiny and organizational requirements not mandated or authorized by statutes and rules are contrary to the public participation mandate of the Commission and chill participation

Public participation is difficult. It is neither cheap nor easy for parties to participate in dockets before the Public Utilities Commission. The process is arcane for regular people, rules and statutes hard to find and harder to understand, and the technical knowledge of utility infrastructure is a steep learning curve for engineers and attorneys. For those not dealing with these issues regularly, the landowners, residents, business owners and other affected regular people, it is a tough path to traverse. It is hard for people affected by utility infrastructure to find

¹ See e.g., Arrowhead Transmission Project (MEQB MP-HVTL-EA-1-99; OAH 10-2901-12620-2); Chisago I, II or III (MEQB NSP-TR-4; OAH 7-29011-11843-2)(MPUC CN-04-1176 & TL-06-1677; OAH 8-2500-17840-2); South East Metro Transmission Project (PUC C-99-902); Excelsior Energy Power Purchase Agreement (MPUC M-05-1993; OAH 12-2500-17260-2)(MPUC GS-06-668; OAH 12-2500-17512-2).

² See e.g., Bent Tree Wind Project (MPUC WS-08-573 & 07-1425,OAH 12-2500-20615-2); Goodhue Wind Project (MPUC CN-09-1186 & WS-09-1233; OAH 8-2500-21395-2).

representation, and where they can, it is often cost-prohibitive. Banding together to join in protecting their interests and advocating their positions, joining in associations and societies, formal and informal, to bring together their resources – knowledge, money, experts, time and effort – collective work is the best way, and often the only way, that they can participate. For these people and groups, it is a costly endeavor, and they do not profit from their work. At best, they can make a difference, help others through the process and have an impact over the siting or routing in their community.

The state rules do not require that an intervenor be incorporated. That is clear. The rules provide an intervention opportunity for for-profit corporations, and non-profit “associations and societies,” to individuals and groups, expressly to these types “**or any other entity, public or private, however organized.**” The law does not care if groups are incorporated. Under the laws of the state of Minnesota, the opportunity to petition to intervene and become a party with full party status is open, broadly, to all.

Any requirement that an entity be organized in a particular way, i.e., that a group be incorporated, a particular form of organization, as demanded at the September 15, 2010 Prehearing Conference, is contrary to that regulatory invitation, and instead puts a chill on public participation, restricting intervention by putting up one more hurdle that participants must jump over, and a hurdle not authorized by the rules. NoCapX 2020, United Citizens Action Network, and North Route Citizens Alliance object strongly to the stated requirement that they be incorporated and provide a resolution regarding representation. This goes too far – and is contrary to the statutory legislative mandate to the Commission of a “broad spectrum citizen participation as a principal of operation.” Minn. Stat. §216E.08, Subd. 2. While NoCapX 2020, United Citizens Action Network, and North Route Citizens Alliance have provided the attached

documentation, we are attempting to participate and protect our rights to participate, and we ask that these demands of incorporation and resolutions cease.

Again, in the alternative, we ask that this matter be Certified to the Commission, so that they may address the Commission's desire and authority for such a requirement.

III. NO CAPX, U-CAN and NoRCA's AMENDED PETITION FOR INTERVENTION

NoCapX 2020 (NoCapX), United Citizens Action Network (U-CAN) and North Route Citizens Alliance (NoRCA) are organizations whose members will be directly affected by the outcome of this proceeding if a Routing Permit were to be granted. Participation in the Routing docket is necessary, because NoCapX, U-CAN and NoRCA wish to protect their distinct and collective interests, preserve their right to appeal, and develop the record through discovery, testimony (where resources allow), cross-examination, motions, and briefing.

Under the provisions of Minn.R. 1400.6200, subp.1, and 1405.0900, subp. 1, NoCapX, U-CAN, and NoRCA make this Petition for an Order granting intervention to each entity as a full party, with all the rights of a party, in the above-captioned proceeding. NoCapX, U-CAN, and NoRCA meet the definition of "any person" as provided by Minn. R. 1405.0200, Subp. 4 and Minn. R.1400.5100, Subp. 8, and request intervention under Minn. R. 1405.0900.

A. Petitioners' interests, rights, grounds and purposes

i. NoCapX 2020

NO CAPX 2020 has made a large investment of time and effort regarding CapX 2020 transmission. NoCapX was an intervenor in the CapX 2020 Certificate of Need docket and appeal, and the CapX 2020 Brookings-Hampton and Hampton-LaCrosse(Alma) routing docket with participatory rights of a full party and in other dockets has commented as time

and resources allow. NoCapX seeks to intervene in this Fargo-St. Cloud Routing docket to assist in building the record regarding the routing of the line and locations of substations in the areas not addressed by the more local concerns of North Route Citizens Alliance and to preserve its rights to appeal the ultimate routing decision.

NoCapX 2020's grounds and purposes for intervention are that it is particularly concerned with the issues of EMF and impacts of EMF including reduction of property value, health concerns, and socio-economic impacts of notice and ultimate routing decisions. NoCapX will also bring in information from other CapX 2020 dockets that has bearing on routing in this docket, and utilize knowledge of issues and process raised in other dockets to assure that agency comments and recommendations are part of routing, not "just EIS," as early as possible.

Regarding EMF, NoCapX will work toward reconciling the capacity of the line, as testified to by witnesses and as revealed in exhibits, with the low amperage levels in the application and DEIS used to estimate EMF impacts. The numbers in the application and DEIS are unfathomably low. NoCapX 2020 will build the record regarding capacity of the line and EMF impacts to support avoidance of particular routes near homes and businesses, to support undergrounding through populated and sensitive areas as necessary standard service, and weighing of the comparative costs.

Specifically at issue are capacity and amperage levels:

- Capacity, as revealed in testimony by applicant and intervenor witnesses in the CapX 2020 Certificate of Need proceeding, at 2050MVA per circuit and 3394 amps per circuit; and
- Capacity, as found in specifications for the various undergrounding estimates in all CapX routing dockets, conforming with that claimed in the Certificate of Need, at 2050MVA and 3394 amps per circuit, and 75% loading estimated; and

- Capacity, as stated in the recent PUC 06-1115 Certificate of Need Order Point 4 requirement for capacity disclosure Compliance Filing regarding the St. Cloud – Monticello docket (09-246) recently filed in PUC Certificate of Need docket 06-1115, also at 2050 MVA per circuit and 3394 amps, with expected loading up to 1,800MVA when the Fargo line is connected and running; and
- Reconciliation of these capacity claims and testimony with the Fargo-St. Cloud Application estimates of both single and double circuit amperage ranging at “average” 158 to “peak” at 264, whether single or double circuit! See Table 5.6-6, p. 5-24 of the Draft Environmental Impact Statement:

Table 5.2-6. Calculated Magnetic Fields (milligauss) for proposed double circuit 345 kV Transmission Line Designs (3.28 feet above ground)

| Structure Type | System Condition | Current (Amps) | Distance to Proposed Centerline | | | | | | | | | | | | |
|---|------------------|----------------|---------------------------------|-------|-------|-------|-------|-------|-------|-------|-------|-------|------|------|------|
| | | | -300' | -200' | -100' | -75' | -50' | -25' | 0' | 25' | 50' | 75' | 100' | 200' | 300' |
| Single Pole Davit Arm 345kV Single Circuit Delta Config | Peak | 264 | 0.79 | 1.67 | 5.62 | 8.70 | 14.36 | 23.45 | 31.89 | 29.76 | 17.92 | 10.19 | 6.26 | 1.65 | 0.72 |
| | Average | 158 | 0.47 | 1.00 | 3.36 | 5.21 | 8.60 | 14.03 | 19.08 | 17.81 | 10.73 | 6.10 | 3.75 | 0.99 | 0.43 |
| Single Pole Davit Arm 345kV Single Circuit Vertical Config | Peak | 264 | 0.86 | 1.97 | 7.12 | 11.10 | 18.17 | 27.45 | 25.55 | 16.04 | 9.86 | 6.41 | 4.42 | 1.48 | 0.71 |
| | Average | 158 | 0.52 | 1.18 | 4.26 | 6.65 | 10.87 | 16.43 | 15.29 | 9.60 | 5.90 | 3.84 | 2.64 | 0.88 | 0.42 |
| Single Pole Davit Arm 345kV/345 kV Double Circuit with One Circuit In Service | Peak | 264 | 0.71 | 1.48 | 4.43 | 6.43 | 9.89 | 16.09 | 25.62 | 27.50 | 18.18 | 11.10 | 7.11 | 1.97 | 0.86 |
| | Average | 158 | 0.43 | 0.89 | 2.65 | 3.85 | 5.92 | 9.63 | 15.33 | 16.46 | 10.88 | 6.64 | 4.25 | 1.18 | 0.52 |
| Single Pole Davit Arm 345kV/ 345kV Double Circuit with Both Circuits In Service | Peak | 264 | 0.19 | 0.58 | 3.32 | 6.08 | 11.96 | 22.90 | 30.03 | 23.06 | 12.10 | 6.17 | 3.39 | 0.59 | 0.19 |
| | Average | 158 | 0.11 | 0.35 | 1.99 | 3.64 | 7.16 | 13.71 | 17.97 | 13.80 | 7.24 | 3.70 | 2.03 | 0.35 | 0.12 |

MOES staff has been fully and loudly warned through filed Comments and testimony that the amperage levels are low, and cautioned about utilizing information from applicants without vetting, yet these unreasonable low amperage levels have been used again, and once again, produce unreasonably low EMF results. Amperage levels could easily range to ten times that shown in this chart, and EMF levels would rise accordingly. The record thus far is grossly incorrect. Incorrect EMF levels are not only a matter of direct impacts – it has a bearing on the weighing of alternatives and the relative value of mitigation options. This error of falsely low

EMF estimates has a socio-economic impact when landowners determine whether they will grant an easement, utilize the “Buy the Farm” option, because incorrect information would skew the cost of the line relative to claimed benefits.

A particular issue of concern that NoCapX will focus on is that of doing everything possible to assure early entry of important information gleaned in the DEIS process into the routing docket. In the Brookings docket, crucial information was not raised in the routing docket until after the release of the DEIS, and routes over areas that should be avoided or were infeasible were instead allowed to continue through the routing process, resulting in an untenable “preferred” route that applicants and agencies knew or should have known was not feasible. But for NoCapX 2020’s intervention, working with landowners and helping get notice to them, but for state and federal agency representatives present and testifying at DEIS meetings and public hearings, the applicants’ Brookings “preferred” route may have blundered forward. NoCapX will work in this docket as in the Brookings docket to dig into public and agency comments to facilitate the iterative exchange of information that was circumvented in the Brookings docket and work to openly and fully inform the record in the routing process.

In this Routing docket, NoCapX 2020 also will advocate for timely notice to landowners, help them prepare to participate, present their issues, options and alternatives, testify and incorporate their testimony and comments into our analysis of routes, cross-examine, enter exhibits and argue these options, and help landowners advocate to prevent abuse of siting process and the power of eminent domain and to increase awareness of the “Buy the Farm” option. These issues are not adequately addressed by any party.

ii. United Citizens Action Network (U-CAN)

United Citizens Action Network is a broadly focused group of landowners directly affected by CapX 2020 transmission, formed after founding members received late notice that they were personally and directly affected by the MinnCan pipeline. MinnCan notice arrived after the intervention deadline had passed, and they were denied intervention as untimely. While fighting condemnation and just compensation from the pipeline, U-CAN founders then received notice that they were again directly affected, this time by CapX 2020 transmission, and immediately intervened in the CapX Certificate of Need, fought to retain that status, and appealed the decision. Since that time, U-CAN has also intervened, participated in the Brookings routing docket, and now are part of the remand.

U-CAN petitions for intervention and full party status in this proceeding. Attached as Exhibit F is a true and correct copy of U-CAN's resolution regarding this intervention.

U-CAN's interests focus on landowner issues of timely and adequate actual notice, process issues that enhance or restrict public participation, property valuation and devaluation, limitations on land use and loss of value, and impacts to communities, local governments and the state of decreased property revenues from devalued property. U-CAN is concerned about use of wide "route" corridors during a route permit proceeding, where landowners cannot identify whether they may be directly impacted, and where shifting can occur without notice to the affected parties. U-CAN also would advocate for specific permitting conditions, agricultural mitigation plan provisions, routing along/through tree lines and necessary compensation for trees and other land features, complaint procedures and plans within permits, and adequacy of environmental review. These issues are not adequately addressed by any other party.

iii. North Route Citizens Alliance (NoRCA)

The North Route Citizens Alliance petitions for intervention and full party status in this proceeding. Attached as Exhibit G is a true and correct copy of NoRCA's Bylaws and Resolution regarding this intervention. NoRCA has also filed with the Secretary of State for an Assumed Name and publication is pending.

NoRCA is a locally focused group of directly affected landowners who have specific concerns including extreme and gross proliferation of transmission in their community, routing contrary to established case law and new legislation that requires use of pre-existing corridor unless there is a very good reason not to follow the law. NoRCA notes that there are significantly higher percentages of new corridor on several of the routes proposed.

NoRCA is also concerned about significant impacts on important wetlands, including wildlife habitat, the unique St. Wendel Bog Scientific and Natural Area (SNA) complex, a site of Significant Biological Diversity; Avon Hills Forest SNA, Shepards Lake, classified as a DNR Protected Waters, Birch Lakes State Forest, and other palustrine water resources; significantly higher impacts on forested areas and prime agricultural farmland and impacts on historical resources including many Century farms, family farms with at least a 100 year history documented through the Minnesota Farm Bureau and Sterns County History Museum. A "taking" of these lands is non-compensable. The geographical area of NoRCA is known for its features, and NoRCA wishes to intervene to assure that impacts are fully and carefully considered and weighed.

The "preferred" route utilizes the Interstate 94 corridor for nearly 75% of its length, but the 25% that is not co-located proliferates a new transmission corridor stretching nearly 39 miles from a point near Freeport south to St. Cloud. Some sections of alternatives in that area range from 75-96% new corridor, contrary to Minnesota routing policy and law.

NoRCA is very concerned about proliferation impacts along this new route, impacts to humans and wildlife, homes and habitat, impacts on agricultural operations and livestock including applicants' and MOES underestimation of impacts to agriculture, losses that should not occur under the non-proliferation policy and law as it exists. NoRCA proposes to analyze the potential impacts along the "I-94 corridor," the "Preferred" route, "Alternate Route A," and others for proliferation, comparative harms, and potential mitigation, including utilization of undergrounding through sensitive areas and comparison of the environmental and economic costs and benefits of targeted undergrounding; vetting of undergrounding sections and cost estimates; avoidance and mitigation of impacts to scenic viewpoints and easements and challenging right-of-way concerns; adverse impacts on unique and rare natural resources; alternatives and postponement of route permitting in light of postponement and delay of other CapX 2020 projects; and through this analysis, identifying the most "harmful" routes. NoRCA is in a unique position to advocate on its issues of concern. These issues are not adequately addressed by any other party.

B. Petitioners' interests are not otherwise represented

NoCapX, U-CAN and NoRCA's interests in gross proliferation; wetland, agricultural, forested and historical impacts; landowner rights and participatory process are distinct from that of any other party and these interests are not represented. The record of this proceeding must be broadly developed by a range of parties with a range of interests in order to support any ultimate decision. Intervention by NoCapX 2020, U-CAN and NoRCA will help develop that record.

C. Petitioners should be granted intervention and full party status

NoCapX, U-CAN and NoRCA meet the criteria for intervention and respectfully request that they be granted intervention as intervenors with full party status, with all the rights of parties, in the above-captioned proceeding.

September 24, 2010



Carol A. Overland #254617
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Citizens Action Network, and Northern
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**STATE OF MINNESOTA
OFFICE OF ADMINISTRATIVE HEARINGS
FOR THE
MINNESOTA PUBLIC UTILITIES COMMISSION**

In the Matter of the Application for a Route Permit for the
CapX 2020 Fargo to St. Cloud 345kV Transmission Project

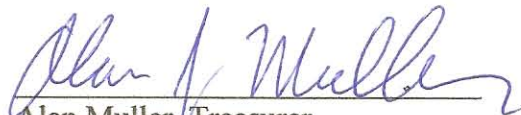
NO CAPX 2020 SIGNATURE PAGE

**AMENDED PETITION FOR INTERVENTION
NO CAPX 2020, UNITED CITIZENS ACTION NETWORK,
and
NORTH ROUTE CITIZENS ALLIANCE**



Carol A. Overland, President
NoCapX 2020
P.O. Box 176
Red Wing, MN 55066

Date: 9/24/10



Alan Muller, Treasurer
NoCapX 2020
P.O. Box 176
Red Wing, MN 55066


Date: Sept 24, 2010

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

In the Matter of the Application for a Route Permit for the
CapX 2020 Fargo to St. Cloud 345kV Transmission Project


UNITED CITIZENS ACTION NETWORK SIGNATURE PAGE

**AMENDED PETITION FOR INTERVENTION
NO CAPX 2020, UNITED CITIZENS ACTION NETWORK,
and
NORTH ROUTE CITIZENS ALLIANCE**



Russ Martin, President
United Citizens Action Network
P.O. Box 1165
Burnsville, MN 55337

Date: 9/23/2010



Joyce Osborn, Vice President
United Citizens Action Network
P.O. Box 1165
Burnsville, MN 55337

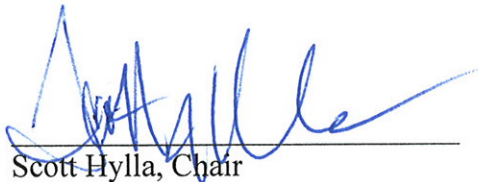
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**STATE OF MINNESOTA
OFFICE OF ADMINISTRATIVE HEARINGS
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In the Matter of the Application for a Route Permit for the
CapX 2020 Fargo to St. Cloud 345kV Transmission Project

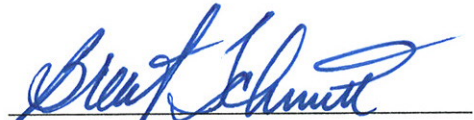
NORTH ROUTE CITIZENS ALLIANCE SIGNATURE PAGE

**AMENDED PETITION FOR INTERVENTION
NO CAPX 2020, UNITED CITIZENS ACTION NETWORK,
and
NORTH ROUTE CITIZENS ALLIANCE**



Scott Hylla, Chair
North Route Citizens Alliance
12385 County Road 5
Holdingford, MN 56340

Date: 9/23/10



Brent Schmitt, Treasurer
North Route Citizens Alliance
12385 County Road 5
Holdingford, MN 56340

Date: 9-23-10

Exhibit A



WELCOME TO THE OFFICE OF THE

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| | | | |
|---------------------------------|-----------|-------------------------------------|------------------------|
| Filing Number: | 2838737-2 | Entity Type: | Non-Profit Corporation |
| Original Date of Filing: | 5/8/2008 | Entity Status: | Active |
| Duration: | Perpetual | Good Standing: | 2009 |
| | | (date of last annual filing) | |

Name: Citizens Energy Task Force
Registered Office 26045 Ipava Ave W
Address: Lakeville, MN, 55044

Agent Name: No Agent Filed

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Exhibit B

Exhibit A – Wind on the Wires grants - \$4.5 million 5/1/2001 and \$8.1 million 6/26/2003

\$4.5 Mil. Renewable Energy Initiative Launched in Minneapolis; 'Wind on The Wires'

"Wind on the Wires," the centerpiece of a \$4.5 million, two-year project to develop renewable energy resources, was unveiled today during the National Wind Coordinating Committee Upper Midwest Transmission Workshop at the Embassy Suites Hotel in Minneapolis. The McKnight Foundation and the San Francisco-based Energy Foundation are the primary sponsors of the project, which is a partnership of the business community, local leaders, clean energy advocates and wind energy experts. "We are proud to support 'Wind on the Wires,'" said Rip Rapson, McKnight Foundation President. "Wind power is a reliable, affordable and pollution-free source of energy. It promises to be a high-growth business that offers opportunities to further diversify our rural economy. Wind on the Wires is dedicated to realizing these opportunities, so Minnesota can be a world leader in developing this resource," Rapson added. "Wind power is the fastest growing source of electricity in the world, and the Upper Midwest has been a focus for new development in recent years," said Eric Heitz, Executive Vice-President of the Energy Foundation. "This region is rich in wind resources with five of the top ten windiest states in the country in the Upper Midwest. Tapping this potential could mean billions of dollars of investment in the region," Heitz added. "Wind on the Wires" will help build a road to market for wind power in the Upper Midwest. The roads for electricity are transmission wires connecting windy areas to power consumers. Opening up these roads to market will be the primary focus of this project. "Wind on the Wires will help by working to update government rules so that wind power has fair access to the market," White concluded. Wind on the Wires partners will work with transmission planners and the grid operators to solve technical issues and to overcome regulatory hurdles. In addition, the Wind on the Wires partners will work with economic development officials to enlist their support for transmission improvements and wind development, and educate state, local, and federal officials on the benefits of wind power for the region. For additional information on the "Wind on the Wires" project visit the Website at: <http://www.windonthewires.org> .

Source: *PR News Wire 5/1/2001 via Western Newsclips 5/2/2001.*

Protecting resources

environment

THE MCKNIGHT FOUNDATION



HOME

ABOUT US

ARTS

CHILDREN & FAMILIES

ENVIRONMENT

REGION & COMMUNITIES

RESEARCH

INTERNATIONAL

MISSISSIPPI RIVER

RENEWABLE ENERGY

LEARNING LAB

NEWS

OUR VIEWPOINT

GUIDELINES

HOT ISSUES

GREATER MINNESOTA

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MCKNIGHT FOUNDATION TO INVEST MORE THAN \$8 MILLION IN UPPER MIDWEST RENEWABLE ENERGY

June 26, 2003 - McKnight continues 10-year partnership with San Francisco's Energy Foundation.

The McKnight Foundation announced today it will devote \$8.1 million over three years to a renewable energy program, primarily wind energy, in seven Upper Midwest states: Minnesota, Wisconsin, Illinois, Iowa, Nebraska, North Dakota and South Dakota.

McKnight will work with The Energy Foundation, a San Francisco-based national renewable energy leader, to administer the program. McKnight has had a 10-year partnership with The Energy Foundation.

McKnight's investment seeks to capitalize on, and promote, the Upper Midwest's leadership role in national energy policy. It builds on the three-year-old McKnight/Energy Foundation program "Wind on the Wires," which is designed to bring wind energy to market by improving and expanding the current power grid infrastructure. And it seeks to reinforce the economic development potential of alternative energy investments in hard-hit rural areas.

"We believe this investment will help the renewable energy message cross over from the environmental community to a broader audience," said Rip Rapson, president of The McKnight Foundation. "There is such tremendous potential waiting to be tapped. For example, wind power can be a potent form of economic development and income diversification for those in rural communities. The McKnight Foundation is proud to be leading an initiative that will both broaden the nation's energy mix and diversify our regional economy."

"The Energy Foundation has long advocated for reliable, affordable, and pollution-free energy," said Eric Heitz, the organization's president. "We see the potential for the Upper Midwest to become a world leader in this industry in the 21st century. We have already

seen almost a billion dollars invested in wind power in the region, with hundreds of skilled jobs created and millions of dollars put into the hands of struggling farmers and counties."

Existing wind energy projects in the Midwest create enough power for 250,000 homes in the region, pay more than \$2 million per year in royalties to farmers, and eliminate almost 3 million tons of carbon dioxide from coal-fired power plants, equivalent to taking 469,000 cars off the road.

Since 1993 The Energy Foundation and The McKnight Foundation have worked together to promote public policies to encourage development of renewable power and more efficient use of energy. This partnership was formalized in 1997 when McKnight made a three-year, \$3 million grant to the Energy Foundation to implement the Upper Midwest Clean Energy Initiative, a jointly developed strategy to encourage wind power development and stimulate businesses that help people use energy more efficiently in Minnesota and the Midwest. This support was renewed in 2000 with a two-year, \$2.5 million grant that focused on policy incentives for renewable energy development and the promotion of public policies that support transmission of wind-generated electricity.

ABOUT THE MCKNIGHT FOUNDATION

Founded in 1953 and endowed by William L. McKnight and Maude L. McKnight, the Foundation has assets of approximately \$1.6 billion and granted about \$87 million in 2002. Mr. McKnight was one of the early leaders of the 3M Company, although the Foundation is independent of 3M.

ABOUT THE ENERGY FOUNDATION

The Energy Foundation is a private foundation whose mission is to promote energy efficiency and renewable energy as clean energy options. It is a partnership of major foundations including The William and Flora Hewlett Foundation, John D. and Catherine T. MacArthur Foundation, The McKnight Foundation, The Mertz-Gilmore Foundation, The David and Lucile Packard Foundation, and The Pew Charitable Trusts. The Energy Foundation has an annual budget of \$20 million and offices in San Francisco and Beijing, China.

Related links

[Factsheet: Upper Midwest Wind Energy](#)
[Energy Foundation](#)
[Wind on the Wires](#)

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Exhibit C

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Chicago, Illinois
(Michael Best & Friedrich LLC)

Member: Lex Mundi,
A Global Network of more than
150 Independent Firms

June 23, 2003

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

Re: Northern States Power Company d/b/a Xcel Energy
Docket No. E002,PT6205/PA-02-2152

Interstate Power & Light Company
Docket No. E001/PA-02-2219

Dear Mr. Haar:

Enclosed for filing are the original and 15 copies of the Settlement Agreement in the above-entitled docket between TRANSLink Development Management Corporation ("TRANSLink") and several of the environmental intervenors, including Minnesota Center for Environmental Advocacy, Izaak Walton League of America – Midwest Office, Minnesotans for an Energy Efficient Economy, and North American Water Office (jointly, "the Intervenors") (collectively with TRANSLink, the Settling Parties). The Settlement Agreement exemplifies TRANSLink's commitment to conduct business in Minnesota and throughout TRANSLink's proposed footprint in a way that recognizes and integrates the interests of all stakeholders in the planning process, including those who advance the development of wind energy.

As the Settlement Agreement indicates at ¶ 8, the Settlement Agreement "addresses all of the concerns Intervenors raised in these proceedings." As a result, and as also indicated in ¶ 8, the Intervenors withdraw their objections to the requested approvals relating to TRANSLink and have no further objections to the Commission's approval of the Petitions in this proceeding. For its part, TRANSLink has agreed to be bound by the terms of the Settlement Agreement as a condition of a Commission order granting the approvals requested in this proceeding.

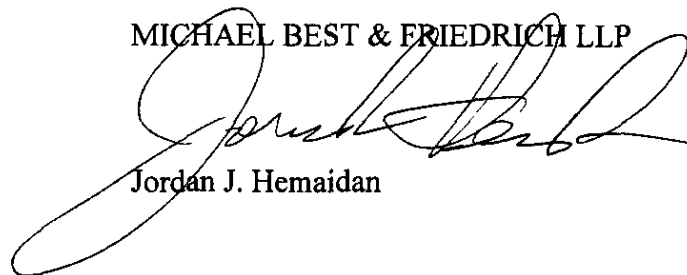
Burl W. Haar
June 23, 2003
Page 2

Service

TRANSLink Development will arrange to serve a copy of these initial comments on all parties to the Commission service list for this proceeding. A certificate of service and service list are attached.

Sincerely,

MICHAEL BEST & FRIEDRICH LLP

A large, stylized handwritten signature in black ink, appearing to read 'Jordan J. Hemaidan', is written over the printed name and firm name.

Jordan J. Hemaidan

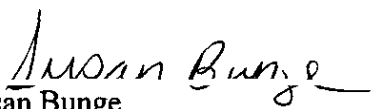
JJH:jjh
Enclosures

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STATE OF WISCONSIN)
) ss.
COUNTY OF DANE)

AFFIDAVIT OF SERVICE
MPUC Docket Nos. E002, PT6205/PA-02-2152
E001, PT6205/PA-02-2219

Susan Bunge of the City of Madison, County of Dane, State of Wisconsin, says that on the 23rd day of June, 2003, she served the Settlement Agreement in the above-entitled dockets between TRANSLink Development Management Corporation and Minnesota Center for Environmental Advocacy, Izaak Walton League of America – Midwest Office, Minnesotans for an Energy Efficient Economy, and North American Water Office upon the people listed upon the attached service list via FedEx, except for Dr. Burl Haar, Kathy Aslakson and Curt Nelson. Dr. Haar, Ms. Aslakson and Curt Nelson will have been served via messenger on the 24th day of June, 2003.


Susan Bunge

Subscribed and sworn to before me this
23rd day of June, 2003.


Notary Public
My Commission: expires 7/24/05

STATE OF MINNESOTA
BEFORE THE
MINNESOTA PUBLIC UTILITIES COMMISSION

| | |
|-------------------|--------------|
| Leroy Koppendraye | Chair |
| Ellen Gavin | Commissioner |
| Marshall Johnson | Commissioner |
| Gregory Scott | Commissioner |
| Phyllis Reha | Commissioner |

Petition of Northern States Power Company
d/b/a Xcel Energy for Approval of the
Transfer of Functional Control of Transmission
Facilities to TRANSLink Transmission
Company LLC and for Related Relief

Docket No. E002, PT6025/PA-02-2152

and

Petition of Interstate Power and Light
Company For Approval of the Transfer
of Functional Control of Transmission
Facilities To TRANSLink Transmission
Company LLC And For Related Relief

Docket No. E001, PT6205/PA-02-2219

SETTLEMENT AGREEMENT

This Settlement Agreement ("Settlement Agreement") is made and entered into this 20th day of June, 2003, by and between TRANSLink Management Development Corporation ("TRANSLink Development") for itself and on behalf of its successor TRANSLink Management Corporation, and the Minnesota Center for Environmental Advocacy, Izaak Walton League of America – Midwest Office and Minnesotans for an Energy Efficient Economy and North American Water Office (jointly, "the Intervenor") collectively referred to as the "Parties."

WITNESSETH:

WHEREAS, On December 16, 2002, Northern States Power Company d/b/a Xcel Energy ("Xcel Energy") petitioned the Minnesota Public Utilities Commission ("Commission")

for an Order authorizing the transfer of functional control of its transmission facilities in the State of Minnesota to TRANSLink Transmission Company LLC ("TRANSLink") and transfer of ownership of Xcel Energy's Energy Management System ("EMS") software pursuant to Minn. Stat. 216B.50 (the "Xcel Energy Petition");

WHEREAS, On December 30, 2002, Interstate Power and Light Company ("IPL") petitioned the Commission for an Order authorizing the transfer of control and ownership of its transmission facilities in the State of Minnesota to TRANSLink (the "IPL Petition");

WHEREAS, the Xcel Energy Petition and the IPL Petition are collectively referred to herein as "the Petitions;"

WHEREAS, On or about March 24, 2003 the Intervenor submitted initial comments on the Petitions to the Commission and expressed concerns relating to the TRANSLink transmission planning process and TRANSLink's ability to satisfy certificate of need ("CON") information requirements.

WHEREAS, at least one of the Intervenor petitioned the Commission for intervention as a party pursuant to Minnesota Rule 7829.0800 and more than 15 days have elapsed without an objection to that petition being filed;

WHEREAS, On April 14, 2003, the Intervenor submitted reply comments wherein Intervenor requested that the Commission require Xcel Energy to provide satisfactory mechanisms to ensure formal and meaningful stakeholder participation in the TRANSLink transmission planning process and to ensure that TRANSLink will satisfy the content requirements for resource planning and CON filings TRANSLink may submit proposing to construct transmission facilities in Minnesota;

WHEREAS, the Intervenor also expressed concerns in comments regarding the ability of the Commission to require TRANSLink to take actions to modify its transmission planning process because TRANSLink was not a petitioner in this proceeding;

WHEREAS, On April 14, 2003, TRANSLink Development, the predecessor entity to TRANSLink Management Corporation, filed reply comments and petitioned the Commission for intervention as a party pursuant to Minnesota Rule 7829.0800 and more than 15 days have elapsed without an objection to that petition being filed;

WHEREAS, TRANSLink Development and Intervenor is each a party to the above captioned proceeding by operation of Minnesota Rule 7829.0800, Subpart 5;

WHEREAS, After these filings, representatives from Intervenor met with TRANSLink Development and discussed the concerns of Intervenor;

WHEREAS, TRANSLink Development and Intervenor have agreed to make certain commitments to each other, which commitments would fully satisfy Intervenor's concerns about the Xcel Energy petition and the proposed transfers to TRANSLink;

WHEREAS, TRANSLink and Intervenor recognize the rapidly expanding legislative, regulatory, and market support for continued strong growth of wind power in the TRANSLink footprint, and agree that it is reasonable to expect that at least 7500 megawatts (MW) of new wind power will be operational in the TRANSLink footprint by 2015;

WHEREAS, The Parties wish to memorialize these commitments in this Settlement Agreement to fully and finally settle all of Intervenor's concerns in this proceeding about the Xcel Energy petition and the proposed transfers to TRANSLink;

NOW, THEREFORE, in consideration of the foregoing and of the mutual promises and undertakings set forth herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby agree as follows:

1. To the extent reasonable and practicable, TRANSLink shall avoid filing exemption requests when it files CON applications for future transmission facilities in Minnesota, including when it makes transmission project filings under the statewide biennial transmission planning process. TRANSLink shall not file exemption requests on the grounds that TRANSLink neither owns or controls, or manages electric generation or electric distribution facilities. TRANSLink commits to work with all of its Participants in Minnesota to gather the information required for a CON application. If TRANSLink files a request to be exempt from any Minnesota CON filing requirement because neither TRANSLink nor its Participants can gather the required data, TRANSLink will identify in such exemption request the steps TRANSLink has taken to obtain the data and explain why neither TRANSLink nor its Participants could provide the data.

2. Once TRANSLink begins operations and provides service under its rate schedules, the Intervenor and TRANSLink shall jointly undertake to create a coalition of organizations that support the development in TRANSLink's footprint of small-scale community-based and large-scale wind generation (the "Wind Coalition"). The purpose of the Wind Coalition will be to work with TRANSLink to develop the infrastructure, operations, and tariffs needed to serve wind generation throughout the TRANSLink footprint. The Wind Coalition shall compile and submit to TRANSLink Wind Development Plan(s) for use in determining what transmission infrastructure development, operational solutions, and tariff changes may be needed to serve forecast wind generation development within TRANSLink's

footprint. To address seams issues, the Wind Development Plan(s) may also consider forecast wind generation development in states or other areas adjacent to the TRANSLink footprint.

3. TRANSLink Development will develop the TRANSLink Planning Process, a working draft of which is attached hereto as Exhibit A, in a way that affords the Wind Coalition a level of participation in the TRANSLink regional planning process at least as great as Intervenor may have in the MISO super-regional and Mid-Continent Area Power Pool ("MAPP") regional planning processes. The Intervenor's level of participation in the TRANSLink Planning Process shall never be less than that currently afforded to Intervenor under the MISO and MAPP planning processes except where such participation is, through no effort of TRANSLink, limited by any court or administrative agency of competent jurisdiction. For example, the Wind Coalition may participate in the scenario planning process and participate in and comment on TRANSLink study scopes, problem identification, solution development, solution testing and solution evaluations. Consistent with the nature of its participation at MAPP and MISO, the Wind Coalition will provide assumptions relating to wind generation for use in planning scenarios and assist TRANSLink in identifying potential non-transmission solutions where appropriate. Non-transmission solutions may include, but are not limited to, control strategies, distribution or generation solutions, demand side management, operational solutions, or tariff modifications.

4. As part of the Wind Coalition's participation in the TRANSLink Planning Process, the Wind Coalition will:

- (a) Annually prepare and submit a forecast (the "Wind Development Plan") of the quantity of wind generation expected to be installed in the TRANSLink

region, where that wind generation is likely to be located and when the generation is expected to come on-line.

(b) TRANSLink shall integrate the Wind Development Plan into the TRANSLink Planning Process, including but not limited to TRANSLink "scenario" planning initiatives. As part of the TRANSLink Planning Process, TRANSLink shall work with the Wind Coalition to analyze and identify the transmission infrastructure requirements, operational modifications, and tariff changes that may be needed to serve the forecasted wind generation (the "Wind Response Plan"). TRANSLink shall provide the Wind Response Plan to the Wind Coalition for review and comment in accordance with established review procedures within the TRANSLink Planning Process.

(c) The Wind Coalition shall evaluate and make recommendations to TRANSLink on the Wind Response Plan. TRANSLink shall thereafter implement the Wind Response Plan in a fashion consistent with the Wind Coalition's recommendations to the extent that such recommendations are technically feasible and consistent with good utility practice, electric reliability and security. TRANSLink is not required to implement the Wind Coalition's recommendations where the costs associated with implementing and sustaining such recommendations are not reasonable or where TRANSLink reasonably believes that such costs would not be recoverable in TRANSLink's rates.

5. The Wind Coalition will prepare and submit to TRANSLink list(s) of any transmission-related issues within the TRANSLink footprint that the Wind Coalition believes TRANSLink needs to address to facilitate the development of wind generation (a "Wind Issues

List(s)"). The Wind Issues List(s) need not be prepared and submitted within the context of the TRANSLink Planning Process. The Wind Issues List(s) may recommend transmission solutions or non-transmission solutions (examples of which are listed in paragraph 3 of this Settlement Agreement) to the issues raised. Within 120 days of receiving the Wind Issues List(s), TRANSLink shall evaluate the issues and shall provide the Wind Coalition with a response identifying the actions TRANSLink agrees to implement or alternative solutions TRANSLink proposes to implement to address the issues on the Wind Issues List(s) (a "Wind Issues Response Plan(s)"). The Wind Coalition shall review the Wind Issues Response Plan(s) and make recommendations to TRANSLink. TRANSLink shall thereafter implement the Wind Issues Response Plan(s) in a fashion consistent with the Wind Coalition's recommendations to the extent that such recommendations are technically feasible, consistent with good utility practice, and consistent with electric reliability and security. TRANSLink is not required to implement the Wind Coalition's recommendations where the costs associated with implementing and sustaining such recommendations are unreasonable or where TRANSLink reasonably believes that such costs would not be recoverable in TRANSLink's rates.

6. TRANSLink recognizes that the process of obtaining rights-of-way within its footprint has the potential to generate significant public controversy. TRANSLink shall work with the Wind Coalition to investigate and implement creative solutions or alternatives for the procurement of and landowner compensation for transmission rights of way. To the extent that TRANSLink and the Wind Coalition agree to implement any particular alternative, the Intervenor shall not object to TRANSLink's recovery of associated reasonable costs in TRANSLink's rates.

7. Within 180 days after TRANSLink commences operations, TRANSLink and the Wind Coalition shall jointly identify and evaluate any federal and/or state regulatory impediments to 1) the efficient development and execution of infrastructure development plans necessary to accommodate planned wind generation, and 2) the provision of ancillary services for wind generation facilities. TRANSLink and the Wind Coalition shall thereafter work together with the goal of jointly developing any federal and/or state regulatory filings that may be appropriate and necessary to achieve the elimination or minimization of such regulatory impediments. Any rate schedule amendments to reduce or eliminate such impediments are subject to FERC approval. This paragraph is not intended to limit the Parties' right to express independent views on issues that are or may in the future be pending before any federal and/or state regulatory agency(ies).

8. As a result of the commitments that TRANSLink Development makes in this Settlement Agreement, Intervenors agree that Commission approval of TRANSLink will bring about beneficial opportunities for stakeholder involvement in expanding the transmission infrastructure, operations, and tariffs that support significant wind power expansion in the TRANSLink footprint. Intervenors agree that this Settlement Agreement addresses all of the concerns Intervenors raised in these proceedings, and hereby withdraw their opposition to the Petitions, having no further objections to Commission approval of the Petitions.

9. Intervenors will not propose any conditions to the Commission other than those to which TRANSLink Development has agreed in this Settlement Agreement, nor will Intervenors advocate for any conditions that have been or in the future may be proposed by other parties and commenters in this proceeding, other than those conditions set forth in this Settlement

Agreement. Intervenor may advocate for conditions contained in other Settlement Agreements TRANSLink submits to the Commission in this proceeding.

10. TRANSLink hereby agrees to the MPUC's imposition of the requirements of this Settlement Agreement on TRANSLink as a condition of any order approving the Petitions.

11. Upon TRANSLink's request, Intervenor shall submit to agency(ies) in other states before which application(s) for the transfer of control of transmission facilities to TRANSLink are pending written comments or correspondence expressing their support for such application(s) on the basis of the application's(s') beneficial opportunities for wind power development, so long as TRANSLink agrees to conditions consistent with this Settlement Agreement in such other states. Intervenor shall not be required to make such submissions where they have objections to pending applications on issues that were not implicated by the Petitions in these proceedings.

12. This Settlement Agreement shall be binding upon and inure to the benefit of the successors and assigns of TRANSLink Development and Intervenor whether by way of merger, consolidation, operation of law, assignment, purchase or other acquisition. If the proposed transfer of functional control of Xcel Energy's and IPL's transmission facilities to TRANSLink is not effectuated for any reason, this Settlement Agreement shall be of no force and effect.

13. In entering into this Settlement Agreement, the Parties represent that they have relied upon the advice of their attorneys, that each party's attorney is the attorney of the party's own choice, that they have read the terms of this Settlement Agreement, that the terms of this Settlement Agreement have been completely read and explained to them by their attorney, and that the terms are fully understood and voluntarily accepted by them. Each party agrees and

represents that neither party is relying on any representations or statement(s) made by the other party or anyone representing the other party or by any person employed by the other party.

14. It is understood and agreed that all offers of settlement and discussions related thereto are privileged and may not be used in any manner in connection with proceedings in this case or otherwise, except as provided by law. In the event the Commission does not approve this Settlement Agreement, the Settlement Agreement shall not constitute part of the record in this proceeding and no part thereof may be used for any purpose in this proceeding or otherwise. This Settlement Agreement shall not in any respect constitute a determination by the Parties as to the merits of any specific allegations or contentions made by the Parties.

15. This Settlement Agreement constitutes the entire agreement and understanding between the Parties pertaining to the resolution of issues in this proceeding and the other matters specified herein, and supersedes and replaces all prior negotiations and proposed agreements, written or oral.

16. Any modification to this Settlement Agreement shall not be binding on the Parties unless consented to in writing by TRANSLink Development and Intervenors.

17. This Settlement Agreement may be executed in counterparts with the same force and effect as if a single original had been executed by the Parties hereto. A facsimile signature will be considered as an original.

TRANSLink Management Development Corp.



by Audrey Zibelman, its Chief Executive Officer
for itself on and behalf of its successor
TRANSLink Management Corporation

Izaak Walton League of America – Midwest Office

by William Grant, its Associate Executive Director

Minnesotans for an Energy Efficient Economy

by Michael Noble, its Executive Director

Minnesota Center for Environmental Advocacy

by Martha Brand, its Executive Director

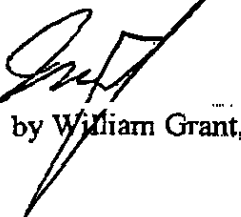
North American Water Office

by George Crocker, its Executive Director

TRANSLink Management Development Corp.

by Audrey Zibelman, its Chief Executive Officer
for itself on and behalf of its successor
TRANSLink Management Corporation

Izaak Walton League of America - Midwest Office



by William Grant, its Associate Executive Director

Minnesotans for an Energy Efficient Economy

by Michael Noble, its Executive Director

Minnesota Center for Environmental Advocacy

by Martha Brand, its Executive Director

North American Water Office

by George Crocker, its Executive Director

for itself on and behalf of its successor
TRANSLink Management Corporation

Frank Walton League of America - Midwest Office

by William Grant, its Associate Executive Director

Minnesotans for an Energy Efficient Economy

Michael Noble 6/23/03
by Michael Noble, its Executive Director

Minnesota Center for Environmental Advocacy

by Martha Brand, its Executive Director

North American Water Office

by George Crocker, its Executive Director

TRANSLink Management Development Corp.

by Audrey Zibelman, its Chief Executive Officer
for itself on and behalf of its successor
TRANSLink Management Corporation

Izaak Walton League of America – Midwest Office

by William Grant, its Associate Executive Director

Minnesotans for an Energy Efficient Economy

by Michael Noble, its Executive Director

Minnesota Center for Environmental Advocacy

A handwritten signature in black ink, appearing to read "Martha Brand", with a long, sweeping horizontal line extending to the right.

by Martha Brand, its Executive Director

North American Water Office

by George Crocker, its Executive Director

TRANSLink Management Development Corp.

by Audrey Zibelman, its Chief Executive Officer
for itself on and behalf of its successor
TRANSLink Management Corporation

Izaak Walton League of America – Midwest Office

by William Grant, its Associate Executive Director

Minnesotans for an Energy Efficient Economy

by Michael Noble, its Executive Director

Minnesota Center for Environmental Advocacy

by Martha Brand, its Executive Director

North American Water Office


by George Crocker, its Executive Director

Exhibit A

WORKING DRAFT FOR DISCUSSION PURPOSES ONLY.



TRANSLink Planning Process Overview

June 5, 2003

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1.0 Appendix I

On November 22, 2002, the Appendix I Agreement between TRANSLink Development Company, LLC and the Midwest Independent Transmission System Operator, Inc. (MISO) was filed with the Federal Energy Regulatory Commission (FERC). Contained in the Appendix I Agreement is Schedule 5 which describes the TRANSLink Planning Procedures.

The purpose of Schedule 5 is to describe a framework within which TRANSLink will develop a TRANSLink transmission system expansion plan. The attributes of Schedule 5 include the concepts of "coordinated planning through an open and fair process", environmentally sensitive and least-cost planning, development of 10 Year Plan (updated annually) and the use of planning committees. The following is meant to add further detail to the TRANSLink Planning Process and add clarity to the various relationships with stakeholders that are necessary for developing the appropriate TRANSLink transmission plan. This document is marked as draft because it is a work in progress, as TRANSLink has not yet had the benefit of stakeholder input.

The TRANSLink planning process is designed to enable various stakeholders to participate at all stages, including problem/opportunity identification, scenario development, solution alternative identification, and result presentation. The objective of the process is to develop plans that have wide stakeholder and regulatory understanding and support to permit smooth implementation.

2.0 Glossary of Terms

2.1 RSPG

Regional Stakeholder Planning Group: The RSPG will identify and coordinate regional planning issues and coordinate sub-regional initiatives. Membership will be open to all stakeholders including transmission owners, load serving entities, environmental groups, generation developers, other public interest groups, the Midwest ISO and regulatory agencies.

2.2 RPC

Reliability Planning Committee: The RPC is defined in Schedule 5 to the Appendix I agreement between TRANSLink Development LLC and MISO to consist of those entities with an "obligation to serve" (TRANSLink, TRANSLink Participants, and Load Serving Entities, plus representatives of regulatory agencies and MISO). The RPC will be a subset of the RSPG and will provide a forum for the discussion of RSPG issues that are subject to the FERC Standards of Conduct and Commercial Confidentiality Requirements. Accordingly, RPC membership will be limited to those who agree to comply with these standards.

2.3 TPWS

Ten Year Plan Working Subcommittee (TPWS): The TPWS will be another subset of the RSPG and will be open to all RSPG members. It will be responsible for coordinating the 10-year TRANSLink enhancement plan process and drafting the 10-year TRANSLink enhancement plan.

2.4 SPGs

Stakeholder Planning Groups: The SPGs are designed to focus on local-level planning issues and solutions. Membership will be open to all stakeholders including transmission owners, load serving entities, environmental groups, generation developers, other public interest groups, and regulatory agencies.

2.5 WSCs

Working Subcommittees: WSCs will be part of the RSPG and the SPGs. The WSCs will undertake the studies and other tasks within each group. WSC members are expected to complete study work in a thorough and timely manner.

WORKING DRAFT FOR DISCUSSION PURPOSES ONLY

2.6 MTEP

MISO Transmission Expansion Plan: MTEP is the name of the Midwest ISO long-range expansion plan. The first such plan is referred to as MTEP-03.

2.7 Planning Scenario

Planning Scenario: refers to the multitude of expectations, assumptions and goals upon which the transmission system can be planned. These scenarios, for example, can take into account various inputs in load growth patterns, wind development, conservation, load management, distributed generation, locations of energy markets, etc.

3.0 Planning Committees

TRANSLink's objective is to establish an open and fair planning process to foster input from all interested parties and stakeholders. To accomplish this, a stakeholder committee structure has been developed as an integral part of the planning process. The committee structure will augment the planning structure of TRANSLink and perform tasks through the use of working subcommittees. Throughout the process, TRANSLink staff will be available upon request to attend various stakeholder meetings to receive comment and to answer questions. (Refer to Diagram 1 on page 8)

3.1 Regional Stakeholder Planning Group

The Regional Stakeholder Planning Group (RSPG) will coordinate the identification of regional planning issues and sub-regional initiatives. It is envisioned that the RSPG will maintain the "big picture" with respect to planning in the TRANSLink footprint. It will be the responsibility of the RSPG to: 1) ensure effective communications between the RSPG, SPGs and TRANSLink, 2) ensure coordination and minimize duplication of efforts between and among the SPGs and 3) perform work that is "regional" in nature. The following are key attributes of the RSPG:

- The RSPG will be chaired by TRANSLink staff.
- Membership will be open to all stakeholders and consist of transmission owners, load serving entities, environmental groups, generation developers, other public interest groups, the Midwest ISO and regulatory agencies.
- RSPG activities will be coordinated with the Midwest ISO through TRANSLink.
- The RSPG and the SPGs will perform functions through the use of Working Sub-Committees (WSCs):
 - TRANSLink staff will chair the WSCs.
 - The WSCs will be open to all stakeholders.
 - Members of the WSCs will be expected to perform study work in a thorough and timely manner.
 - Each WSC will have a clearly defined scope of work approved by the RSPG.
 - Work performed by the WSCs is to be presented for review by the SPGs and the RSPG.
 - In the event that the scope of a WSC is subject to the FERC Standards of Conduct, the WSC will have membership closed to those not bound by the Standards of Conduct. Accordingly,

WORKING DRAFT FOR DISCUSSION PURPOSES ONLY

such a WSC would report directly to the Reliability Planning Committee that similarly is subject to confidentiality rules.

3.2 Reliability Planning Committee

A subset of the RSPG is the Reliability Planning Committee (RPC). The RPC is defined in Schedule 5 to consist of those entities with an "obligation to serve" within the TRANSLink transmission system (TRANSLink, TRANSLink Participants, and Load Serving Entities, plus representatives of regulatory agencies and MISO). The purpose of the RPC will be to provide a forum for the discussion of RSPG issues that are subject to the FERC Standards of Conduct. The following are the key points of the RPC:

- Will be chaired by TRANSLink staff.
- The FERC Standards of Conduct will limit participation.
- The intent of the RPC is not to be separate from the RSPG, but rather a "stakeholder" sub-group of the RSPG.
- RPC meetings will be held only as needed for discussion of FERC Standards of Conduct issues and held in conjunction with RSPG meetings whenever possible.
- RPC meeting dates and locations will be considered public information for all stakeholders.
- Specific meeting discussion items will be made available to the RSPG when the information is ready for release to the public domain as determined by either by the FERC Standards of Conduct or other confidentiality terms.

3.3 Sub-Regional Stakeholder Planning Groups

The Sub-Regional Stakeholder Planning Groups will be established for the purpose of addressing local (sub-regional) planning issues and undertaking other efforts as directed by the RSPG. Within the historic MAPP area, there will be three such groups:

- Iowa Stakeholder Planning Group (ISPG)
- Nebraska Stakeholder Planning Group (NSPG)
- Northern MAPP Stakeholder Planning Group (NMSPG)

The sub-regional SPGs are similar to the RSPG, but their focus is on sub-regional planning issues. The following are the key points of the SPGs:

- Membership will be open to all stakeholders and consist of transmission owners, load serving entities, environmental groups,

WORKING DRAFT FOR DISCUSSION PURPOSES ONLY

generation developers, other public interest groups, and regulatory agencies.

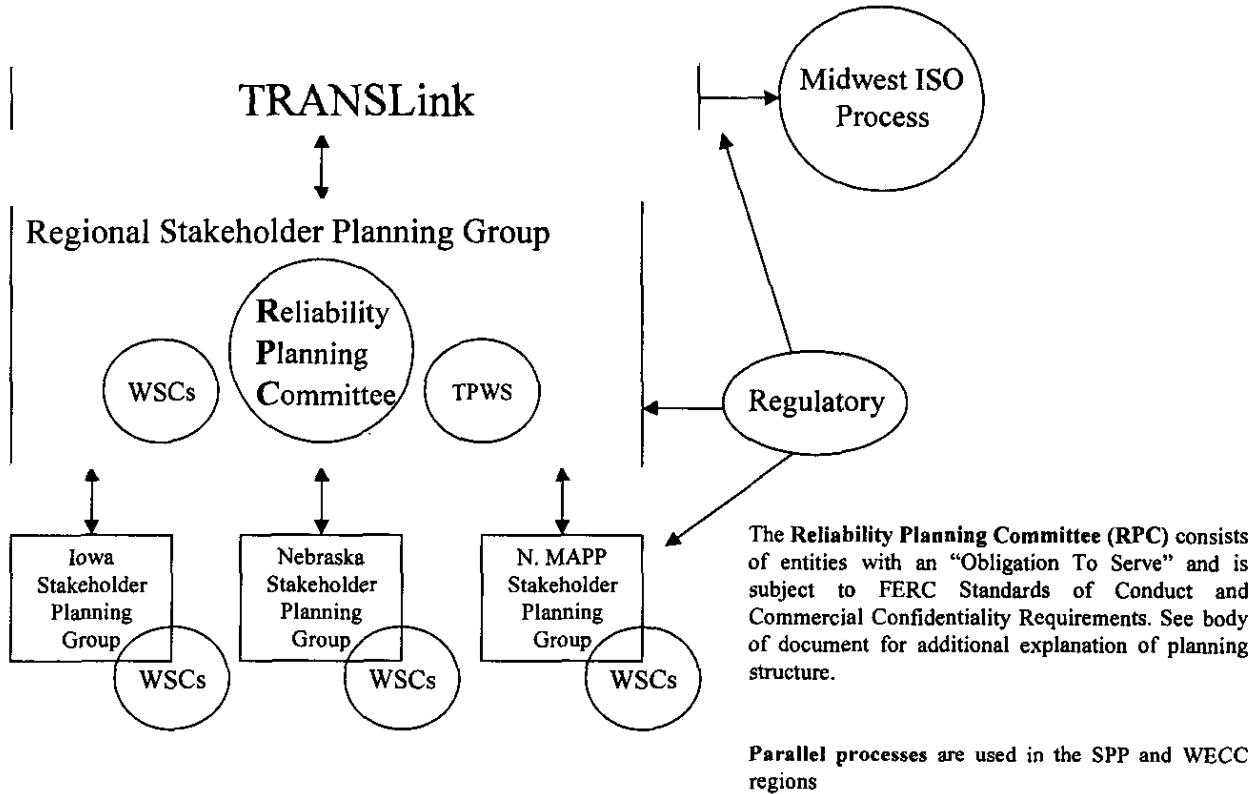
- SPGs will perform functions through the use of WSCs:
 - These groups will be open to all members of the SPGs.
 - The role of the WSCs will be local in nature (e.g. load service planning).
 - Each WSC will have a clearly defined scope of work approved by the RSPG.
 - Members of the WSCs will be expected to perform study work in a thorough and timely manner.
 - Work performed by the WSCs will be presented for review to the RSPG.
 - In the event that the scope of a WCS is subject to the FERC Standards of Conduct, the WCS will be coordinated by the RPC.

3.4 RSPG and SPG Coordination

The coordination effort between the RSPG and SPGs is envisioned to be a layered structure. The RSPG will maintain a "regional" perspective of the transmission system while the SPGs will have the "local" perspective. The RSPG will coordinate the efforts of the SPGs in order to eliminate duplication of efforts between the RSPG and SPGs and between the SPGs themselves.

Diagram 1

TRANSLink 10 Year Planning Structure (North System)



4.0 Long Term Transmission Planning

4.1 Midwest ISO Transmission Expansion Planning Cycle

The Midwest ISO will be publishing its first long-range expansion plan, referred to as MTEP-03, in May-June of 2003. The Midwest ISO intends to publish its 2004 expansion plan in April of 2004 as part of its annual cycle. The on-going annual expansion plan cycle at the Midwest ISO is as follows:

- Perform necessary study work throughout the year
- Draft report writing in November/December
- Draft report sent to various Midwest ISO committees for comments and approval, requiring approximately 3 months (Jan-Mar)
- Final approved MTEP report published in April
- Next annual expansion plan cycle starts

4.2 TRANSLink System Enhancement Planning Cycle

The title above was selected specifically to convey the TRANSLink philosophy that a wide variety of options should be considered during plan development. The process is designed to encourage stakeholders to identify solutions ranging from traditional transmission additions, to implementation of new technologies, to dispersed generation.

Given that the annual TRANSLink System Enhancement Plan will be incorporated into the annual MTEP, the TRANSLink schedule below is meant to coincide with the Midwest ISO cycle (also see Diagram 2 on page 12). To the extent that the Midwest ISO adjusts its expansion plan cycle, TRANSLink will adjust as well. The envisioned details of the TRANSLink planning cycle are: (refer to Section 3.0 for a description of groups/committees)

1st Quarter

- Regional Stakeholder Planning Group (RSPG) meets and establishes the Ten Year Plan Working Subcommittee (TPWS). This subcommittee will be chaired by TRANSLink staff. Its membership will consist of RSPG member representatives, regulatory representatives, and other stakeholder representatives. As this is viewed as a "working subcommittee" the size of the subcommittee must be kept at a functional size.
- TPWS compiles all existing study work and proposed projects since the last published TRANSLink System Enhancement plan including

WORKING DRAFT FOR DISCUSSION PURPOSES ONLY

load service plans, generator interconnection plans, regional transmission plans, IRP results etc.

- Stakeholder Planning Groups (SPGs) and the TPWS identify deficient study areas and other study needs.
- TPWS develops priorities, scopes and schedules that are then presented to the RSPG and SPGs for comment on priorities and scopes.
- RSPG, TPWS and SPGs establish necessary Working Subcommittees (WSCs) to complete the study scopes. Membership in WSCs will be drawn from a list of all stakeholders registered with SPGs or the RSPG.
- To the extent possible, the WSCs begin study work.

2nd Quarter

- WSCs perform adequacy assessment on study areas (NERC 1A Standards) and identify system enhancement needs.
- WSCs present adequacy assessment to SPGs and use this open forum to develop alternatives to be studied to address deficiencies.
- SPGs analyze alternatives and evaluate enhancement options.
- SPGs share evaluations with RSPG for comments, ideas, and other input.

3rd Quarter

- WSCs complete study work and present results to RSPG and SPGs.
- TPWS coordinates the 10 Year System Enhancement Plan report writing effort with the RSPG and SPGs.
- New plans developed during the year (e.g. generator interconnection results) are added to the draft report.

4th Quarter

- TPWS presents draft report to RSPG for review and comment by all members and participant observers.
- RSPG formally accepts plan.
- The Draft 10 Year System Enhancement Plan Report is forwarded to TRANSLink Management for approval.
- Upon TRANSLink Management approval, the report will become Final and sent to the Midwest ISO for incorporation into the Midwest ISO MTEP Report. Should any stakeholders continue to have concerns about any aspect of the plan, they can raise these concerns by petitioning MISO.

WORKING DRAFT FOR DISCUSSION PURPOSES ONLY

4.3 Planning Scenarios

TRANSLink's goal is to propose system expansion options to accommodate not only the "obligation to serve" requirements, but also market, public interest and environmental initiatives and requirements as well. TRANSLink is establishing its planning process to provide an opportunity for all stakeholders to actively participate. To achieve these objectives, TRANSLink will rely on the development and analysis of planning "scenarios" as a key component of the TRANSLink Ten Year System Enhancement Plan.

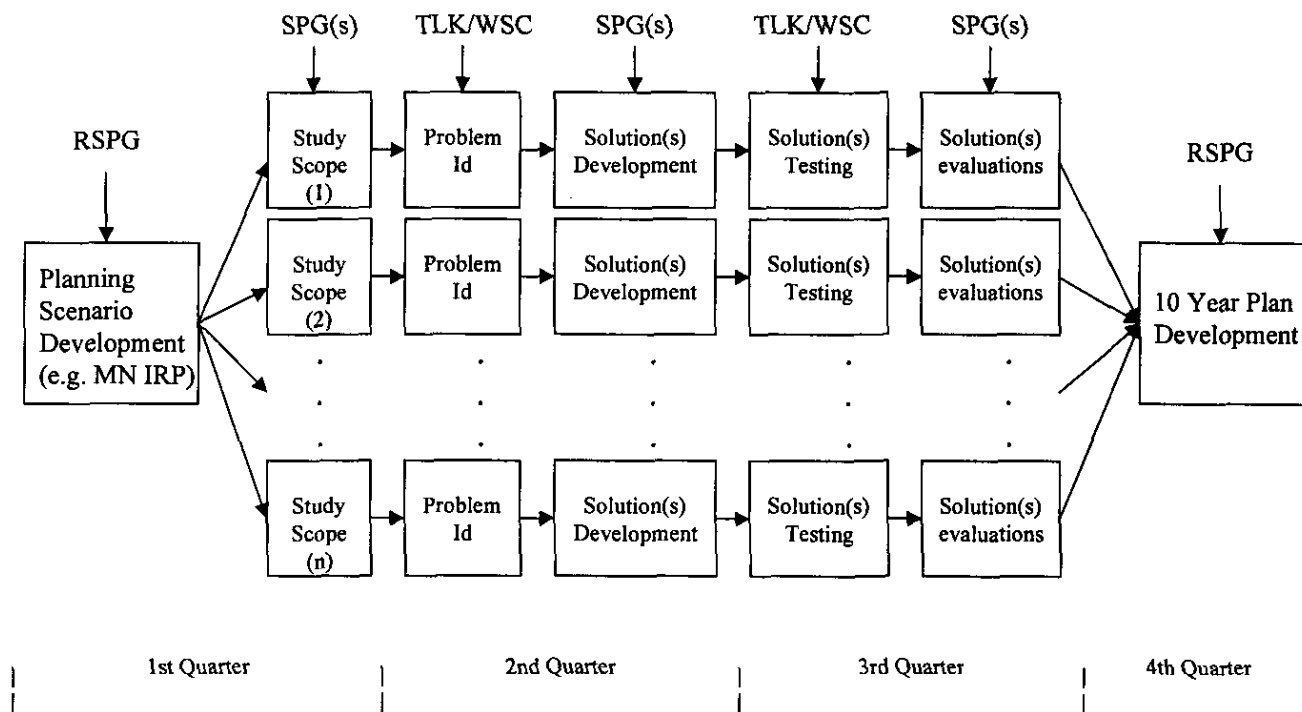
Planning scenarios will provide direction(s) for optional transmission expansion initiatives incorporating "traditional" planning and "vision" planning. Traditional planning concerns consist of the "obligation to serve" demands that must be accommodated such as reliability, load growth and interconnections. Vision planning concerns include energy policy, conservation and market economics. In Minnesota, for example, vision planning drives the utility integrated resource plan (IRP) process. TRANSLink expects that these plans will play an integral role in the development of scenarios relating to the transmission needs of load serving entities and the market (also see Diagram 2 on page 12). Other vision issues include:

- Load Growth Assumptions (demand side management and other)
- Energy Source Options
- Market Needs (wholesale, flowgates)
- Generator Assumptions
- Economic Activity
- New Technologies

Developing vision scenarios will require significant input from all stakeholders, particularly market participants (such as the wind energy industry), environmental groups, public interest advocates and regulatory agencies. TRANSLink will be asking for and strongly encouraging direct and purposeful involvement from stakeholders to incorporate vision planning in the process. The RSPG will be the main body for achieving this result.

Diagram 2

TRANSLink 10 Year Transmission Plan



4.4 Plan Implementation and Dissemination

The implementation of the accepted plan will be the responsibility of TRANSLink and subject to the permitting and siting rules of the various jurisdictions within which TRANSLink operates. To facilitate implementation, TRANSLink will schedule periodic meetings with state regulatory agencies to keep the agencies informed of developments. These meetings will also provide another forum outside the planning process for the agencies to express comments/concerns to TRANSLink.

5.0 TRANSLink Planning Functions

TRANSLink will be the transmission owner and operator for a significant portion of the eastern interconnection. TRANSLink will have the ultimate responsibility for numerous planning related functions such as facilitating interconnections, maintaining NERC compliance and developing a long-term enhancement plan. Below is a listing of some of these functions and important aspects of each.

5.1 Ten Year System Enhancement Plan

- The RSPG or a WSC of the RSPG will develop the 10 Year Plan.
- The Plan will be updated on an annual basis.
- The Plan will be compiled utilizing all study work to date from each of the TRANSLink planning functions carried out by TRANSLink, the RSPG, the SPGs and MISO.
- The TRANSLink Asset Management group will have the final approval of all proposed facilities within the TRANSLink footprint.
- The 10 Year Plan will be coordinated with the SPGs for input.
- The 10 Year Plan will be provided to the Midwest ISO through its Expansion Plan process.
- The Midwest ISO will have final authority over those projects deemed to have "material affect" on facilities outside of the TRANSLink footprint.
- Non-TRANSLink participant utilities will have the opportunity to add their long-range transmission plans to the TRANSLink plan for submission to the Midwest ISO.

5.2 Model Building

- The RPC will develop a model building process for TRANSLink.
- SPG and RSPG members within the TRANSLink footprint will gather data for the model building process.
- Other entities with model building responsibilities wishing to participate in the TRANSLink model building process will be welcomed and encouraged.
- The intent of the TRANSLink model building process will be to create a regional model.
- The model building process will be coordinated with the Midwest ISO and all data gathered will be supplied to the Midwest ISO as part of its model building process(s).

WORKING DRAFT FOR DISCUSSION PURPOSES ONLY

5.3 NERC Compliance

- The RPC will develop NERC compliance requirements for TRANSLink.
- The RPC will determine what data is needed and what study work is required for NERC compliance.
- The RPC will coordinate NERC compliance needs with the SPGs to ensure the appropriate information is available and study work completed.
- Through the use of WSCs, the RSPG will perform study work on a regional basis; the SPGs will perform study work on a sub-regional basis.
- WSCs will be created as necessary.

5.4 Load Service Planning

- Load Service Planning and other local planning initiatives will be conducted by the SPGs.
- To ensure the proper coordination with other SPGs and RSPG efforts, each study effort will have a clearly defined scope of work approved by the RSPG.
- All study work efforts shall be provided to the RSPG for review and final approval.
- Where the study effort is outside of the TRANSLink footprint, the study work will be shared with the RSPG.

5.5 Generator Interconnection and Transmission Service Analysis

- Due to the FERC Standards of Conduct and proprietary nature of Generator Interconnection and Transmission Service Analysis study work, these two processes will be conducted internally within TRANSLink.
- TRANSLink will utilize a WSC format encompassing necessary stakeholders under the FERC Standards of Conduct.
- As necessary and when permissible, information will be shared with the RPC and RSPG.
- Information will be shared with the SPGs once public involvement is permitted.

5.6 Facility Interconnections

WORKING DRAFT FOR DISCUSSION PURPOSES ONLY

- The Facility Interconnection process will be conducted internally within TRANSLink due to potential FERC Standards of Conduct issues.
- The Facility Interconnection process will utilize a WSC format encompassing necessary stakeholders under the FERC Standards of Conduct as needed.
- As allowable by the FERC Standards of Conduct, facility interconnection study work will be conducted and coordinated within the SPGs via the RPC and RSPG.
- Only those projects or requests that are not already part of the normal load service planning process, 10 Year Plan or other study processes will be required to be studied separately under a facility interconnection process.

Exhibit D



WELCOME TO THE OFFICE OF THE

Minnesota**Secretary of State** Online Access[DA Home](#) [UCC](#) [Business Services](#) [Account](#) [Session Briefcase](#) [Help/FAQs](#) [About](#) [Login](#)**BUSINESS ORGANIZATIONS INQUIRY - VIEW ENTITY**

| | | | |
|---------------------------------|-----------|-------------------------------------|------------------------|
| Filing Number: | 2A-525 | Entity Type: | Non-Profit Corporation |
| Original Date of Filing: | 10/9/2002 | Entity Status: | Active |
| Duration: | Perpetual | Good Standing: | 2010 |
| | | (date of last annual filing) | |

Name: Wind On The Wires
Registered Office Address: 1619 Dayton Ave #203
St Paul, MN, 55104-6276

Agent Name: No Agent Filed

[Additional Entity Detail](#)[Return to Search List](#)[New Search](#)

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Exhibit E

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Organization Exempt Under Section 501(c)(3)

(Except Private Foundation) and Section 501(e), 501(f), 501(k),
501(n), or Section 4947(a)(1) Nonexempt Charitable Trust

Supplementary Information-(See separate instructions.)

▶ **MUST be completed by the above organizations and attached to their Form 990 or 990-EZ**

OMB No 1545-0047

2004

Name of the organization

IZAAK WALTON LEAGUE OF AMERICA, INC.

Employer identification number

36 1930035

Part I Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees

(See page 1 of the instructions List each one If there are none, enter "None")

| (a) Name and address of each employee paid more than \$50,000 | (b) Title and average hours per week devoted to position | (c) Compensation | (d) Contributions to employee benefit plans & deferred compensation | (e) Expense account and other allowances |
|---|--|------------------|---|--|
| MICHAEL LYNCH ----- GAITHERSBURG, MD 20878 | DIR FINANCE 37.5 | 66,400. | 8,746. | 0. |
| ANNE F. MACGLASHAN ----- GAITHERSBURG, MD 20878 | DIR RESOURCES 37.5 | 77,800. | 8,522. | 0. |
| ELIZABETH H. SOHOLT ----- GAITHERSBURG, MD 20878 | DIR OF COMM 37.5 | 68,300. | 8,414. | 0. |
| EARL HOWER ----- GAITHERSBURG, MD 20878 | DIR OF MEMB. 37.5 | 57,700. | 8,211. | 0. |
| G.J. THOMAS SADLER, JR. ----- GAITHERSBURG, MD 20878 | ASSC DIR CONS 37.5 | 74,000. | 9,188. | 0. |
| Total number of other employees paid over \$50,000 | ▶ 4 | | | |

Part II Compensation of the Five Highest Paid Independent Contractors for Professional Services

(See page 2 of the instructions List each one (whether individuals or firms) If there are none, enter "None")

| (a) Name and address of each independent contractor paid more than \$50,000 | (b) Type of service | (c) Compensation |
|---|---------------------|------------------|
| MATTHEW J. SCHUERGER ----- ST. PAUL, MN 55116 | CONSULTING | 81,039. |
| KURT WALTZER ----- COLUMBUS, OH 43202 | CONSULTING | 51,001. |
| ----- ----- ----- ----- ----- | | |
| Total number of others receiving over \$50,000 for professional services | ▶ 0 | |

FORM 990 STATEMENT OF PROGRAM SERVICE ACCOMPLISHMENTS STATEMENT 7

DESCRIPTION OF PROGRAM SERVICE ONE

WIND ON THE WIRES IS DEDICATED TO OVERCOMING TECHNICAL, REGULATORY AND EDUCATIONAL BARRIERS TO MOVING WIND POWER TO MARKET IN UPPER MIDWEST. WIND ON THE WIRES IS FOCUSING ON TECHNICAL WORK TO ADDRESS UPGRADES AND NEW TRANSMISSION LINES FOR WIND POWER, AND IS ACTIVELY PARTICIPATING IN REGIONAL TRANSMISSION ORGANIZATIONS THAT ARE SETTING THE NEW "RULES OF THE ROAD" FOR THE ELECTRIC INDUSTRY, AND IS WORKING TO EDUCATE COLLEAGUE ORGANIZATIONS AND LOCAL REGIONAL DECISION-MAKERS ON THE BENEFITS OF DEVELOPING WIND POWER.

| | | |
|-------------------------------|--------|----------|
| | GRANTS | EXPENSES |
| TO FORM 990, PART III, LINE A | _____ | 360,805. |
| | ===== | ===== |

FORM 990 STATEMENT OF PROGRAM SERVICE ACCOMPLISHMENTS STATEMENT 8

DESCRIPTION OF PROGRAM SERVICE TWO

GENERAL CONSERVATION - THE CONSERVATION PROGRAM ADVANCES THE LEAGUE'S CONSERVATION POLICY AGENDA, ESTABLISHED BY ITS MEMBERS, BY PROVIDING BACKGROUND INFORMATION TO CONGRESS AND OTHER INFLUENTIAL PARTIES, KEEPING ITS MEMBERS INFORMED ABOUT FEDERAL LEGISLATIVE AND REGULATORY ISSUES AFFECTING NATURAL RESOURCES AND THE ENVIRONMENT, EDUCATING THE PUBLIC ABOUT IMPORTANT NATIONAL CONSERVATION ISSUES, AND GIVING ASSISTANCE TO MEMBERS AND CHAPTERS ON THEIR CONSERVATION ACTIVITIES AS REQUESTED.

| | | |
|-------------------------------|--------|----------|
| | GRANTS | EXPENSES |
| TO FORM 990, PART III, LINE B | _____ | 398,103. |
| | ===== | ===== |

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Organization Exempt Under Section 501(c)(3)

(Except Private Foundation) and Section 501(e), 501(f), 501(k),
501(n), or 4947(a)(1) Nonexempt Charitable Trust

Supplementary Information-(See separate instructions.)

▶ **MUST be completed by the above organizations and attached to their Form 990 or 990-EZ**

OMB No 1545-0047

2005

Name of the organization

IZAAK WALTON LEAGUE OF AMERICA, INC.

Employer identification number

36 1930035

Part I

Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees

(See page 1 of the instructions. List each one. If there are none, enter "None.")

| (a) Name and address of each employee paid more than \$50,000 | (b) Title and average hours per week devoted to position | (c) Compensation | (d) Contributions to employee benefit plans & deferred compensation | (e) Expense account and other allowances |
|---|--|------------------|---|--|
| <u>MICHAEL LYNCH</u> <u>GAITHERSBURG, MD 20878</u> | <u>DIR FINANCE</u> <u>37.50</u> | <u>73,500.</u> | <u>10,307.</u> | <u>0.</u> |
| <u>ANNE F. MACGLASHAN</u> <u>GAITHERSBURG, MD 20878</u> | <u>DIR RESOURCES</u> <u>37.50</u> | <u>81,700.</u> | <u>9,195.</u> | <u>0.</u> |
| <u>ELIZABETH H. SOHOLT</u> <u>GAITHERSBURG, MD 20878</u> | <u>DIR WND ON THE WIRES</u> <u>37.50</u> | <u>75,000.</u> | <u>9,229.</u> | <u>0.</u> |
| <u>EARL HOWER</u> <u>GAITHERSBURG, MD 20878</u> | <u>DIR MBR & MKT</u> <u>37.50</u> | <u>63,500.</u> | <u>9,657.</u> | <u>0.</u> |
| <u>MARY RUBIN</u> <u>GAITHERSBURG, MD 20878</u> | <u>DIR MEMB SERV</u> <u>37.50</u> | <u>62,400.</u> | <u>9,586.</u> | <u>0.</u> |
| Total number of other employees paid over \$50,000 ▶ | 8 | | | |

Part II-A

Compensation of the Five Highest Paid Independent Contractors for Professional Services

(See page 2 of the instructions. List each one (whether individuals or firms). If there are none, enter "None.")

| (a) Name and address of each independent contractor paid more than \$50,000 | (b) Type of service | (c) Compensation |
|--|---------------------|------------------|
| <u>MATTHEW J. SCHUERGER</u> <u>2148 LOWER SAINT DENNIS ROAD, ST. PAUL, MN 55116</u> | <u>CONSULTING</u> | <u>73,369.</u> |
| ----- | | |
| ----- | | |
| ----- | | |
| ----- | | |
| ----- | | |
| Total number of others receiving over \$50,000 for professional services ▶ | 0 | |

Part II-B

Compensation of the Five Highest Paid Independent Contractors for Other Services

(List each contractor who performed services other than professional services, whether individuals or firms. If there are none, enter "None." See page 2 of the instructions.)

| (a) Name and address of each independent contractor paid more than \$50,000 | (b) Type of service | (c) Compensation |
|--|---------------------|------------------|
| <u>MINNESOTA CENTER FOR ENVIRONMENT ADVOCACY</u> <u>26 E. EXCHANGE ST. #206, ST. PAUL, MN 55101</u> | <u>CONSULTING</u> | <u>68,921.</u> |
| <u>RICHARD GORDON OFFICE BUILDING</u> <u>1619 DAYTON AVE. SUITE 108, ST. PAUL, MN 55104</u> | <u>CONSULTING</u> | <u>53,412.</u> |
| <u>GREAT PLAINS INSTITUTE FOR SUSTAINABLE DEVELOPMEN</u> <u>2801 21ST AVE. SUITE 230, MINNEAPOLIS, MN 55101</u> | <u>CONSULTING</u> | <u>50,357.</u> |
| ----- | | |
| ----- | | |
| Total number of other contractors receiving over \$50,000 for other services ▶ | 0 | |

TOTAL INCLUDED ON FORM 990, PART II, LINE 22

52,000.

| | | | |
|----------|--|-----------|---|
| FORM 990 | STATEMENT OF PROGRAM SERVICE ACCOMPLISHMENTS | STATEMENT | 8 |
|----------|--|-----------|---|

DESCRIPTION OF PROGRAM SERVICE ONE

WIND ON THE WIRES IS DEDICATED TO OVERCOMING TECHNICAL, REGULATORY AND EDUCATIONAL BARRIERS TO MOVING WIND POWER TO MARKET IN UPPER MIDWEST. WIND ON THE WIRES IS FOCUSING ON TECHNICAL WORK TO ADDRESS UPGRADES AND NEW TRANSMISSION LINES FOR WIND POWER, AND IS ACTIVELY PARTICIPATING IN REGIONAL TRANSMISSION ORGANIZATIONS THAT ARE SETTING THE NEW "RULES OF THE ROAD" FOR THE ELECTRIC INDUSTRY, AND IS WORKING TO EDUCATE COLLEAGUE ORGANIZATIONS AND LOCAL REGIONAL DECISION-MAKERS ON THE BENEFITS OF DEVELOPING WIND POWER.

TO FORM 990, PART III, LINE A

GRANTS

EXPENSES

363,197.

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Organization Exempt Under Section 501(c)(3)

(Except Private Foundation) and Section 501(e), 501(f), 501(k),
501(n), or 4947(a)(1) Nonexempt Charitable Trust

Supplementary Information-(See separate instructions.)

▶ **MUST** be completed by the above organizations and attached to their Form 990 or 990-EZ

OMB No 1545-0047

2006

Name of the organization

IZAAK WALTON LEAGUE OF AMERICA, INC.

Employer identification number

36 1930035

Part I

Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees

(See page 2 of the instructions. List each one. If there are none, enter "None.")

| (a) Name and address of each employee paid more than \$50,000 | (b) Title and average hours per week devoted to position | (c) Compensation | (d) Contributions to employee benefit plans & deferred compensation | (e) Expense account and other allowances |
|---|--|------------------|---|--|
| THOMAS FRANKLIN GAITHERSBURG, MD 20878 | CONSERVATION DIR 40.00 | 96,600. | 5,892. | |
| ANNE F. MACGLASHAN GAITHERSBURG, MD 20878 | DIR RESOURCES 40.00 | 89,899. | 5,764. | |
| ELIZABETH H. SOHOLT GAITHERSBURG, MD 20878 | DIR WND ON THE WIRES 40.00 | 80,000. | 9,768. | |
| MICHAEL LYNCH GAITHERSBURG, MD 20878 | DIR FINANCE 40.00 | 77,200. | 10,486. | |
| EARL HOWER GAITHERSBURG, MD 20878 | DIR MEMB DEV 40.00 | 66,700. | 9,829. | |

Total number of other employees paid over \$50,000 ▶

9

Part II-A

Compensation of the Five Highest Paid Independent Contractors for Professional Services

(See page 2 of the instructions. List each one (whether individuals or firms). If there are none, enter "None.")

| (a) Name and address of each independent contractor paid more than \$50,000 | (b) Type of service | (c) Compensation |
|---|--------------------------|------------------|
| SYNAPSE ENERGY ECONOMICS, INC. 22 PEARL STREET, CAMBRIDGE, MA 02139 | ENERGY CONSULTING | 181,251. |
| ANNVILLE LAND TRANSFER COMPANY 614 MINE ROAD, LEBANON, PA 17042 | TITLE SETTLEMENT | 120,000. |
| MINNESOTA CENTER FOR ENVIRONMENT ADVOCACY 26 E. EXCHANGE ST. #206, ST. PAUL, MN 55101 | ENVIRONMENTAL LAW | 73,801. |
| ENERGY SYSTEMS CONSULTING SERVICES, LLC 2148 LOWER SAINT DENNIS ROAD, ST. PAUL, MN 55116 | ENERGY CONSULTING | 58,602. |
| MEMBERS ONLY SOFTWARE 1806 T. STREET, NW, ST. #100, WASHINGTON, DC 2000 | SOFTWARE | 57,712. |

Total number of others receiving over \$50,000 for professional services ▶

0

Part II-B

Compensation of the Five Highest Paid Independent Contractors for Other Services

(List each contractor who performed services other than professional services, whether individuals or firms. If there are none, enter "None." See page 2 of the instructions.)

| (a) Name and address of each independent contractor paid more than \$50,000 | (b) Type of service | (c) Compensation |
|---|---------------------|------------------|
| EU SERVICES P.O. BOX 17164, BALTIMORE, MD 21297-1164 | PRINTING | 74,426. |
| PUBLISHER PRESS, INC. P.O. BOX 37500, LOUISVILLE, KY 40233 | PRINTING | 64,037. |
| | | |
| | | |
| | | |

Total number of other contractors receiving over \$50,000 for other services ▶

0

| | | | |
|----------|--|-----------|---|
| FORM 990 | STATEMENT OF PROGRAM SERVICE ACCOMPLISHMENTS | STATEMENT | 8 |
|----------|--|-----------|---|

DESCRIPTION OF PROGRAM SERVICE ONE

WIND ON THE WIRES IS DEDICATED TO OVERCOMING TECHNICAL, REGULATORY AND EDUCATIONAL BARRIERS TO MOVING WIND POWER TO MARKET IN UPPER MIDWEST. WIND ON THE WIRES IS FOCUSING ON TECHNICAL WORK TO ADDRESS UPGRADES AND NEW TRANSMISSION LINES FOR WIND POWER, AND IS ACTIVELY PARTICIPATING IN REGIONAL TRANSMISSION ORGANIZATIONS THAT ARE SETTING THE NEW "RULES OF THE ROAD" FOR THE ELECTRIC INDUSTRY, AND IS WORKING TO EDUCATE COLLEAGUE ORGANIZATIONS AND LOCAL REGIONAL DECISION-MAKERS ON THE BENEFITS OF DEVELOPING WIND POWER.

| | GRANTS | EXPENSES |
|-------------------------------|--------|----------|
| TO FORM 990, PART III, LINE A | | 360,032. |

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Organization Exempt Under Section 501(c)(3)

(Except Private Foundation) and Section 501(e), 501(f), 501(k),
501(n), or 4947(a)(1) Nonexempt Charitable Trust

Supplementary Information-(See separate instructions.)

▶ **MUST be completed by the above organizations and attached to their Form 990 or 990-EZ**

OMB No 1545-0047

2007

Name of the organization

IZAAK WALTON LEAGUE OF AMERICA, INC.

Employer identification number

36 1930035

Part I Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees

(See page 1 of the instructions. List each one. If there are none, enter "None.")

| (a) Name and address of each employee paid more than \$50,000 | (b) Title and average hours per week devoted to position | (c) Compensation | (d) Contributions to employee benefit plans & deferred compensation | (e) Expense account and other allowances |
|---|--|------------------|---|--|
| <u>MARY RUBIN</u> | <u>DIR MMBRSHIP</u> | <u>SVC</u> | | |
| <u>707 CONSERVATION LANE, GAITHERSBURG,</u> | <u>40.00</u> | <u>66,200.</u> | <u>10,881.</u> | <u>0.</u> |
| <u>ANNE F. MACGLASHAN</u> | <u>DIR RESOURCES</u> | | | |
| <u>707 CONSERVATION LANE, GAITHERSBURG,</u> | <u>40.00</u> | <u>96,304.</u> | <u>5,823.</u> | <u>0.</u> |
| <u>ELIZABETH H. SOHOLT</u> | <u>DIR WND ON THE WIRES</u> | | | |
| <u>707 CONSERVATION LANE, GAITHERSBURG,</u> | <u>40.00</u> | <u>89,200.</u> | <u>11,649.</u> | <u>0.</u> |
| <u>MICHAEL LYNCH</u> | <u>DIR FINANCE</u> | | | |
| <u>707 CONSERVATION LANE, GAITHERSBURG,</u> | <u>40.00</u> | <u>84,167.</u> | <u>11,995.</u> | <u>0.</u> |
| <u>EARL HOWER</u> | <u>DIR MEMB DEV</u> | | | |
| <u>707 CONSERVATION LANE, GAITHERSBURG,</u> | <u>40.00</u> | <u>67,400.</u> | <u>10,965.</u> | <u>0.</u> |
| Total number of other employees paid over \$50,000 ▶ | <u>18</u> | | | |

Part II-A Compensation of the Five Highest Paid Independent Contractors for Professional Services

(See page 2 of the instructions. List each one (whether individuals or firms). If there are none, enter "None.")

| (a) Name and address of each independent contractor paid more than \$50,000 | (b) Type of service | (c) Compensation |
|---|--------------------------|------------------|
| <u>MINNESOTA CENTER FOR ENVIRONMENT ADVOCACY</u> | | |
| <u>26 E. EXCHANGE ST. #206, ST. PAUL, MN 55101</u> | <u>ENVIRONMENTAL LAW</u> | <u>135,672.</u> |
| <u>ENERGY SYSTEMS CONSULTING SERVICES, LLC</u> | | |
| <u>2148 LOWER SAINT DENNIS ROAD, ST. PAUL, MN 55116</u> | <u>ENERGY CONSULTING</u> | <u>76,307.</u> |
| <u>PICADIO SNEATH MILLER & NORTON</u> | | |
| <u>4710 US STEEL TOWER 600 GRANT STREET, PITTSBURGH,</u> | <u>LEGAL SERVICES</u> | <u>56,933.</u> |
| <u>RICHARD GORDON OFFICE BUILDING</u> | | |
| <u>1619 DAYTON AVENUE, SUITE 108, ST. PAUL, MN 55101</u> | <u>LANDLORD</u> | <u>55,528.</u> |
| ----- | | |
| Total number of others receiving over \$50,000 for professional services ▶ | <u>0</u> | |

Part II-B Compensation of the Five Highest Paid Independent Contractors for Other Services

(List each contractor who performed services other than professional services, whether individuals or firms. If there are none, enter "None." See page 2 of the instructions.)

| (a) Name and address of each independent contractor paid more than \$50,000 | (b) Type of service | (c) Compensation |
|--|---------------------|------------------|
| <u>KELLY & ASSOCIATES INSURANCE GROUP, INC.</u> | | |
| <u>301 INTERNATIONAL CIRLCE, HUNT VALLEY, MD 21030</u> | <u>INSURANCE</u> | <u>101,471.</u> |
| <u>EU SERVICES</u> | | |
| <u>P.O. BOX 17164, BALTIMORE, MD 21297-1164</u> | <u>PRINTING</u> | <u>78,567.</u> |
| <u>PUBLISHER PRESS, INC.</u> | | |
| <u>P.O. BOX 37500, LOUISVILLE, KY 40233</u> | <u>PRINTING</u> | <u>68,310.</u> |
| <u>ARMFIELD HARRISON & THOMAS INC</u> | | |
| <u>20 SOUTH KING STREET, LEESBURG, VA 20175</u> | <u>INSURANCE</u> | <u>60,267.</u> |
| ----- | | |
| Total number of other contractors receiving over \$50,000 for other services ▶ | <u>0</u> | |

FORM 990

STATEMENT OF PROGRAM SERVICE ACCOMPLISHMENTS

STATEMENT

7

DESCRIPTION OF PROGRAM SERVICE ONE

WIND ON THE WIRES IS DEDICATED TO OVERCOMING TECHNICAL, REGULATORY AND EDUCATIONAL BARRIERS TO MOVING WIND POWER TO MARKET IN UPPER MIDWEST. WIND ON THE WIRES IS FOCUSING ON TECHNICAL WORK TO ADDRESS UPGRADES AND NEW TRANSMISSION LINES FOR WIND POWER, AND IS ACTIVELY PARTICIPATING IN REGIONAL TRANSMISSION ORGANIZATIONS THAT ARE SETTING THE NEW "RULES OF THE ROAD" FOR THE ELECTRIC INDUSTRY, AND IS WORKING TO EDUCATE COLLEAGUE ORGANIZATIONS AND LOCAL REGIONAL DECISION-MAKERS ON THE BENEFITS OF DEVELOPING WIND POWER.

TO FORM 990, PART III, LINE A

GRANTS

EXPENSES

425,210.

Part III

Statement of Program Service Accomplishments (See the instructions.)

1

Briefly describe the organization’s mission

See Additional Data Table

2

Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ?

Yes

✓

No

If “Yes,” describe these new services on Schedule O

3

Did the organization cease conducting or make significant changes in how it conducts any program services?

Yes

✓

No

If “Yes,” describe these changes on Schedule O

4

Describe the exempt purpose achievements for each of the organization’s three largest program services by expenses Section 501(c)(3) and (4) organizations and 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported

4a

(Code) (Expenses \$ 543,306 including grants of \$) (Revenue \$)

WIND ON THE WIRES Wind on the Wires is dedicated to overcoming the technical, regulatory and education/outreach barriers to moving wind power to market in the Midwest Wind on the Wires focuses on technical work to identify additional transmission infrastructure needed to deliver clean, affordable wind power to market and to meet state, regional and national renewable energy goals and standards Wind on the Wires is an active participant in the stakeholder processes at the Midwest Independent Transmission System Operator - the entity that determines the transmission planning, energy market and operational rules that govern the regional organization Wind on the Wires is working with state and regional decision-makers to determine equitable cost allocation for the new transmission infrastructure and to reliably integrate significant amounts of wind power into the electric grid Wind on the Wires educates NGO colleague organizations, key decision-makers, and a variety of other stakeholders on the need for additional transmission infrastructure to meet renewable energy standards

4b

(Code) (Expenses \$ 417,323 including grants of \$) (Revenue \$)

ENERGY 1 Minnesota Climate Change Advisory Group Several League staff participated in a year-long process established by Minnesota's Governor to recommend strategies for reducing greenhouse gas emissions in all sectors of the state's economy In April, the group's final recommendations were released with over 50 recommended policies and programs for consideration by the Governor and legislature League staff has taken the lead in promoting many of these recommendations If adopted, such programs will improve air quality, lower energy bills, and prevent the most serious impacts from global warming from occurring 2 Midwest Governors Association League Associate Executive Director Bill Grant was appointed by Minnesota's Governor Pawlenty to serve on a regional group charged with devising a cap and trade system for reducing greenhouse gases The group's work will wrap up in early 2009 with recommendations for a six-state system designed to reduce greenhouse gases 80% by 2050 Such reductions are consistent with the growing scientific consensus of reductions needed to avoid the most serious impacts from global warming 3 State Climate Change and Wildlife Reports In March, the League issued reports on the impacts of climate change on wildlife in five states Colorado, Maryland, Minnesota, New York and South Dakota The reports document the threats to game and other wildlife already occurring and the much greater damage possible if climate change is not adequately addressed Copies of the report and presentations on the findings have been distributed to conservation groups, policy makers and the general public

4c

(Code) (Expenses \$ 332,449 including grants of \$) (Revenue \$)

membership the league's membership program supports the voluntary work of our 36,000 volunteers in 290 chapterS and divisions through recognition and awards programs, data management and renewal services, the national directory and other "how to" chapter publications

(Code) (Expenses \$ 1,554,686 including grants of \$ 5,000) (Revenue \$)

4d

Other program services (Describe in Schedule O)

(Expenses \$ including grants of \$) (Revenue \$)

4e

Total program service expenses \$ 2,847,764 Must equal Part IX, Line 25, column (B).

Exhibit F

**RESOLUTION OF THE BOARD OF
UNITED CITIZENS ACTION NETWORK**


On September 23, 2010, the Board of Directors of U-CAN met and reaffirmed their resolution of January 25, 2009, when we resolved to intervene in the Brookings routing docket. U-CAN hereby resolves:

1. United Citizens Action Network is an informal association of residents and landowners affected by CapX 2020.
2. U-CAN has been active in opposition to utility infrastructure projects for many years, since members received notice of the proposed route of the MinnCan pipeline across our land. Individuals attempted to intervene in that PUC docket, but were refused intervention status. Since that time, we have worked hard to intervene and participate in the many CapX dockets to assure landowners were represented.
3. The Board of United Citizens Action Network authorizes intervention in the Fargo-St. Cloud CapX 2020 docket at the Public Utilities Commission (Docket 09-1056).
4. Carol A. Overland, Attorney at Law, is hereby authorized to represent U-CAN in our intervention in the above docket and in any administrative, legal or media venue regarding CapX2020 powerlines. In addition, we retain our power and ability to represent our organization to the media, at the legislature, and elsewhere as needed.
5. We have reviewed the statutes and rules regarding intervention, and recognize that non-profit associations may intervene,

Dated: September 23, 2010



Russ Martin, President



Joyce Osborn, Treasurer

Exhibit G

BYLAWS OF THE STEERING COMMITTEE OF NORTH ROUTE CITIZENS ALLIANCE (NoRCA)

ARTICLE I — NAME AND PURPOSE

Section 1 — Name: The name of the association shall be **North Route Citizens Alliance (NoRCA)**, an association of landowners and residents affected by the North Route proposed for CapX 2020 transmission. NoRCA is an association, and is in compliance with but is not incorporated under the laws of the State of Minnesota.

Section 2 — Purpose: **North Route Citizens Alliance (NoRCA)** is an informal association organized in November 2009 exclusively for advocacy and education purposes, and is not a “for-profit” association. No officer, steering committee member or any other member shall profit from activities of NoRCA.

ARTICLE II — MEMBERSHIP

Section 1 — Membership: Membership shall consist of the Steering Committee.

ARTICLE III — STEERING COMMITTEE

Section 1 — Steering Committee role, size, and compensation: The Steering Committee is responsible for overall policy and direction of the association, and delegates responsibility of day-to-day operations to officers and committees. The Steering Committee shall have up to 10, but not fewer than 5 members. The Steering Committee receives no compensation other than reasonable expenses. No officer or steering committee member shall monetarily profit from activities of NoRCA.

Section 2 — Terms: All Steering Committee members shall serve two-year terms, but are eligible for re-election for up to five consecutive terms.

Section 3 — Meetings and notice: The Steering Committee shall meet at least quarterly, at an agreed upon time and place. An official Steering Committee meeting requires that each Steering Committee member have notice at least two weeks in advance.

Section 4 — Steering Committee appointments: During the last quarter of each fiscal year of the corporation, the Steering Committee shall elect Officers and Steering Committee members to replace those whose terms will expire at the end of the fiscal year. This election shall take place during a regular meeting of the Steering Committee, called in accordance with the provisions of these bylaws.

Section 5 — Election procedures: New directors shall be elected by a majority of directors present at such a meeting, provided there is a quorum present. Directors so elected shall serve a term beginning on the first day of the next fiscal year.

Section 6 — Quorum: A quorum must be attended by at least forty percent of Steering Committee members for business transactions to take place and motions to pass.

Section 7 — Officers and Duties: There shall be four officers of the Steering Committee, consisting of a chair, vice-chair, secretary and treasurer. Their duties are as follows:

The chair shall convene regularly scheduled Steering Committee meetings, shall preside or arrange for other members of the Executive Committee to preside at each meeting in the following order: vice-chair, secretary, treasurer.

The vice-chair shall chair committees on special subjects as designated by the Steering Committee.

The secretary shall be responsible for keeping records of Steering Committee actions, including overseeing the taking of minutes at all Steering Committee meetings, sending out meeting announcements, distributing

copies of minutes and the agenda to each Steering Committee member, and assuring that records are maintained.

The treasurer shall make a report at each Steering Committee meeting. The treasurer shall chair the finance committee, assist in the preparation of the budget, help develop fundraising plans, and make financial information available to Steering Committee members and the public.

Section 8 — Vacancies: When a vacancy on the Steering Committee exists mid-term, the secretary must receive nominations for new members from present Steering Committee members two weeks in advance of a Steering Committee meeting. These nominations shall be sent out to Steering Committee members with the regular Steering Committee meeting announcement, to be voted upon at the next Steering Committee meeting. These vacancies will be filled only to the end of the particular Steering Committee member's term.

Section 9 — Resignation, termination, and absences: Resignation from the Steering Committee must be in writing and received by the secretary. A Steering Committee member shall be terminated from the Steering Committee due to excess absences, more than two unexcused absences from Steering Committee meetings in a year. A Steering Committee member may be removed for other reasons by a three-fourths vote of the remaining directors.

Section 10 — Special meetings: Special meetings of the Steering Committee shall be called upon the request of the chair, or one-third of the Steering Committee. Notices of special meetings shall be sent out by the secretary to each Steering Committee member at least two weeks in advance.

ARTICLE IV — COMMITTEES

Section 1 — Committee formation: The Steering Committee may create committees as needed, such as fundraising, housing, public relations, data collection, etc. The Steering Committee Chair appoints all committee chairs.

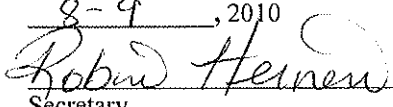
Section 2 — Executive Committee: The four officers serve as the members of the Executive Committee. Except for the power to amend these bylaws, the Executive Committee shall have all the powers and authority of the Steering Committee in the intervals between meetings of the Steering Committee, and is subject to the direction and control of the full Steering Committee.

ARTICLE V — AMENDMENTS

Section 1 — Amendments: These bylaws may be amended when necessary by two-thirds majority of the Steering Committee. Proposed amendments must be submitted to the secretary to be sent out with regular Steering Committee announcements.

CERTIFICATION

These bylaws were approved at a meeting of the Steering Committee by a two-thirds majority vote on

8-9, 2010

Secretary

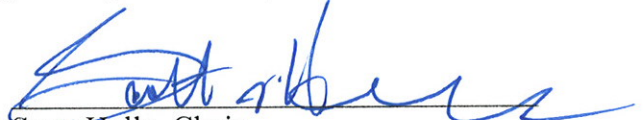
8-9-10
Date

**RESOLUTION OF THE BOARD OF
NORTH ROUTE CITIZENS ALLIANCE (NoRCA)**

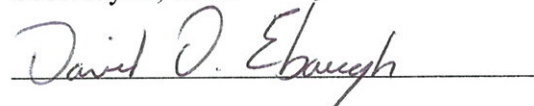
On August 9, 2010, the Board of Directors of NoRCA met and hereby resolves:

1. North Route Citizens Alliance (NoRCA) is an association of individuals with an interest in and/or affected by one or more of the routes proposed by CapX 2020 for a high voltage transmission line.
2. The purpose of North Route Citizens Alliance (NoRCA) is to address concerns of the association before the Public Utilities Commission, in hearings or administrative proceedings, in public venues such as in the press or other media, the legislature and other venues as appropriate.
3. NoRCA has appointed Officers and Steering Committee members to facilitate various duties and responsibilities in addressing its concerns regarding CapX 2020.
4. Scott Hylla is appointed Chair of NoRCA, and has represented NoRCA on the Citizens Advisory Task Force.
5. Dave Ebaugh is appointed Vice – Chair of NoRCA
6. Brent Schmitt is appointed Treasurer of NoRCA
7. Robin Heinen is appointed Secretary of NoRCA
8. Upon a vote of 100% of the directors, Scott Hylla or Brent Schmitt are able to enter into agreements, contracts, licenses, assignments, certificates, or other related documents on behalf of NoRCA.

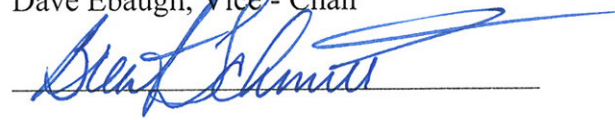
Dated: August 9, 2010




Scott Hylla, Chair



Dave Ebaugh, Vice- Chair



Brent Schmitt, Treasurer



Robin Heinen, Secretary

Dale Skroch

Dale Skroch, Steering member

Sharon Hylla

Sharon Hylla, Steering member

Michelle M Gohl

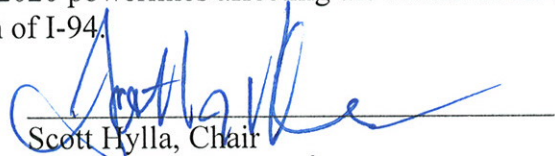
Michelle Gohl, Steering member

**RESOLUTION OF THE BOARD OF
NORTH ROUTE CITIZENS ALLIANCE (NoRCA)**

On September 13, 2010, the Board of Directors of NoRCA met and hereby resolves:

1. The Board of NoRCA hereby authorizes intervention in the Fargo-St. Cloud CapX 2020 docket at the Public Utilities Commission (Docket 09-1056).
2. Carol A. Overland is hereby authorized to represent North Route Citizens Alliance regarding the intervention of the CapX2020 powerlines affecting the Preferred Route as well as the Alternative A route north of I-94.

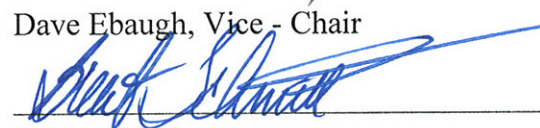
Dated: September 13, 2010



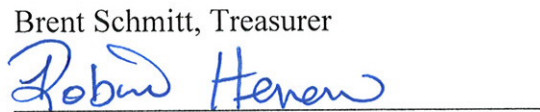
Scott Hylla, Chair



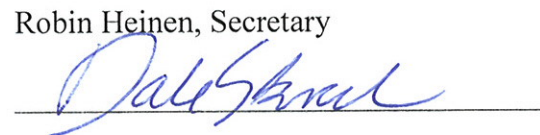
Dave Ebaugh, Vice - Chair



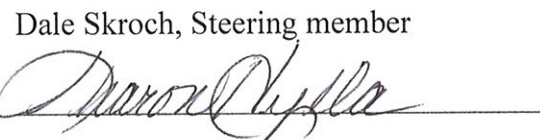
Brent Schmitt, Treasurer



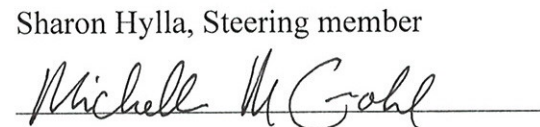
Robin Heinen, Secretary



Dale Skroch, Steering member



Sharon Hylla, Steering member



Michelle Gohl, Steering member

Michelle Gohl, Steering member