



February 14, 2018

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

Re: EL16-021 – In the Matter of the Complaint by Consolidated Edison
Development, Inc. against NorthWestern Corporation dba NorthWestern
Energy for Establishing a Purchase Power Agreement

Director Van Gerpen:

On December 20, 2017, the South Dakota Public Utilities Commission (the “*Commission*”) entered a Final Decision and Order Setting Avoided Cost; Notice of Entry (the “*Order*”). The Order directed the parties to reach agreement on the power purchase agreement and file the same with the Commission. The purpose of this filing is to comply with the Commission’s directive.

Enclosed are the following, referred to collective as the “*Agreements*” herein:

- Qualifying Facility Power Purchase Agreement between NorthWestern Corporation d/b/a NorthWestern Energy and CED Aurora County Wind, LLC dated effective as of February 2, 2018;
 - Exhibit A: Detailed Facility Description
 - Exhibit B: Annual Operating Plan
 - Exhibit C: Generation Interconnection Agreement (not included)
 - Exhibit D: Production Tax Credit Calculation
 - Exhibit E: Aggregate Facilities Study Agreement
 - Study Agreement, Appendix 1, Study Parameters
- Qualifying Facility Power Purchase Agreement between NorthWestern Corporation d/b/a NorthWestern Energy and CED Brule County Wind, LLC dated effective as of February 2, 2018;
 - Exhibit A: Detailed Facility Description
 - Exhibit B: Annual Operating Plan
 - Exhibit C: Generation Interconnection Agreement (not included)
 - Exhibit D: Production Tax Credit Calculation
 - Exhibit E: Aggregate Facilities Study Agreement
 - Study Agreement, Appendix 1, Study Parameters



- Qualifying Facility Power Purchase Agreement between NorthWestern Corporation d/b/a NorthWestern Energy and CED Davison County Wind, LLC dated effective as of February 2, 2018 (“Agreement”);
 - Exhibit A: Detailed Facility Description
 - Exhibit B: Annual Operating Plan
 - Exhibit C: Generation Interconnection Agreement (not included)
 - Exhibit D: Production Tax Credit Calculation
 - Exhibit E: Aggregate Facilities Study Agreement
 - Study Agreement, Appendix 1, Study Parameters

Pursuant to ARSD 20:10:01:41, NorthWestern respectfully requests confidential treatment of the Agreements. In support of its request, NorthWestern submits the following information:

- 1) An identification of the documents and the general subject matter of the materials for the portions of the documents for which confidentiality is being requested:

Power Purchase and Sale Agreement between NorthWestern Corporation d/b/a NorthWestern Energy and CED Aurora County Wind, LLC dated effective as of February 2, 2018 with attached exhibits.

Power Purchase and Sale Agreement between NorthWestern Corporation d/b/a NorthWestern Energy and CED Brule County Wind, LLC dated effective as of February 2, 2018 with attached exhibits.

Power Purchase and Sale Agreement between NorthWestern Corporation d/b/a NorthWestern Energy and CED Davison County Wind, LLC dated effective as of February 2, 2018 with attached exhibits.

- 2) The length of time for which confidentiality is being requested and a request for handling at the end of that time:

NorthWestern requests confidential treatment for a period of five years.

- 3) The name, address, and phone number of a person to be contacted regarding the confidentiality request:

Jonathan Oostra, Corporate Counsel
NorthWestern Energy
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- 4) The statutory or common law grounds and any administrative rules under which confidentiality is requested:



SDCL ch. 37-29, Uniform Trade Secrets Act; and
ARSD 20:10:01:39, Confidential information defined.

- 5) The factual basis that qualified the information for confidentiality under the authority cited:

Pursuant to PURPA and order of the Commission, NorthWestern agreed to purchase energy from three qualified facilities developed by Consolidated Edison Development, Inc. known as CED Aurora County Wind, LLC, CED Brule County Wind, LLC and CED Davison County Wind, LLC. The Agreements contain confidential proprietary information NorthWestern wishes to protect from public disclosure.

If you have questions or require additional information, please do not hesitate to contact me.

Sincerely,

Jonathan Oostra

Corporate Counsel

jon.oostra@northwestern.com

📞 605-978-2940

cc: Commission Service List