

Section 1.0 Application for Development Permits

1.1 Description and Location:

The Mud Springs Wind Ranch Project (the Project), consist of three 80 MW phases which will be located in the Sage Creek valley and a new 230 kV transmission line from the project area to Wyoming. The wind turbine project area is located between State Route 310 and the Pryor Mountains along Railbed Road, approximately 10 miles Southeast of Bridger, Montana. Each of the Wind Ranch's three separate 80 MW facilities will have 40 wind turbine generators (WTG) and associated roads, power collection transmission lines, interconnection transmission line and substations. Each project phase will have a separate Limited Liability Company (LLC) ownership, and the three projects will share a common ownership in the interconnection transmission line. See Section 1.2 for a description of the project ownership and Development Permit applicants. The common transmission line will run from the project area to a point of interconnection (POI) substation located in Park County Wyoming, just across the State Line with Montana, where the power delivery system will interconnect to the existing 230 kV PacifiCorp, Yellowtail to Frannie transmission line. The 230 kV transmission line in Montana will to the extent feasible parallel Railbed Road and cross Highway 310 near Warren, Montana. It will then parallel the existing transmission corridor to the POI in Wyoming. The project's power is being sold to PacifiCorp under Public Utilities Regulatory Act (PURPA) contracts which requires each of the 80 MW project phases to be have separate power sales contracts, separate ownership and each project be separated from the other PURPA projects by a minimum of 1 mile between the outer most wind turbine locations. The PURPA regulations allow for separate projects to have common ownership in the substations and transmission line required to interconnect to the regional power grid. The three 80 MW project phases will have a commonly owned power collection substation and approximately 12 miles of 230 kV overhead power line to the Wyoming border. The power will be delivered into PacifiCorp's Wyoming Service Area near Frannie, Wyoming.

This Comprehensive Plan of Development contains supporting information regarding Carbon County Development Permit applications for each of the Three (3) 80 MW Wind Ranch Projects and the 230 kV transmission line which are described herein as Mud Springs Wind Ranch Project Phases I through IV. The total size of the Mud Springs Wind Ranch development in Montana will be 240 MWs consisting of 120 turbine structures, requiring approximately 40 miles of power collection system, approximately 30 miles of new or rebuilt private access road and 13 new approach intersections with County Roads.

The wind turbine generators will be large commercial size generators which will be approximately 2 MW in size and will be placed on top of steel tube towers with an approximate height of 100 m (328 ft.) and will have 50 m (164 ft) blades. Final size of the towers and blades will be based on final design, foundation requirements and topographic conditions at each individual tower location. Each Project Phase (Mud Springs I, II and III) will be a maximum of 80 MW in size and each will have 40 wind turbines. Several suppliers of commercially available wind turbines in the range of 2 MW are being considered for equipment supply. The wind turbines are sufficiently spaced on the project site to minimize interference or wind turbulence between turbines. The final site locations for each of the turbines will incorporate final design factors for turbine sizing tailored to the topographic, geotechnical and wind regime modeling to select the most optimal sites for wind turbine placement.

The Mud Springs I Wind Ranch Project will be located in:

- T. 7 S., R. 24 E., Sections 25, and 26
- T. 7 S., R. 25 E., Sections 30, 31, and 32
- T. 8 S., R. 24 E., Section 1, and 12

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T. 8 S., R. 25 E., Sections 4, 5, 6, 7, 8, 9, and 10

The Mud Springs II Wind Ranch Project will be located in:

T. 8 S., R. 25 E., Sections 18, 19, 21, 22, 23, 26, 27, 28, and 33

The Mud Springs III Wind Ranch Project will be located in:

T. 7 S., R. 24 E., Sections 1, 2, 3, 11, 12, 13, 14, 21, 22, 23, and 24

Power generated at each wind turbine will be collected via underground power cables which will bring the power from each phase to a common power collection substation located near Railbed Road. The collection substation will be approximately 5 acre in size, of which 3 acres will be fenced. The collection substation facilities will consist of disconnect switches, meters, collection bus bar and transformers. This collection substation will collect the power from the three 80 MW phases at the collection voltage of 34.5 kV and the transformer will increase the voltage to the regional power grid voltage of 230 kV. More than one transformer will be installed at the collection substation to provide redundancy of this critical component. The substation will have a collection bus bar into which all the power cables from the three 80 MW phase areas will be connected to a single, common 34.5/230 kV transformer which will raise the voltage to 230 kV. The collection substation will be located at T. 8 S, R 25E, Section 8 adjacent to Railbed Road on private property controlled by the applicant.

The collection substation will be interconnected with PacifiCorp's existing 230 kV transmission systems via a new transmission line from the collection substation in Carbon County, Montana to the Point of Interconnection substation in Park County, Wyoming. The location of the Point of Interconnection in Park County Wyoming is a condition of the power sales contracts with PacifiCorp which requires the construction of approximately the 12.5 mile interconnection transmission line in order to facilitate the delivery of power into PacifiCorp's Wyoming Service Area near Frannie Wyoming. The new 230 kV transmission line will be constructed parallel to Railbed Road, within the County Right of Way to Warren, Montana road junction. A Carbon County Encroachment Permit application has been filed for construction of this transmission line within the County Right of Way. The transmission line will follow Railbed Road 7.5 miles to Quarry Road and turn west and cross Highway 310 near Warren, Montana, and then head south across approximately 1 mile of State of Montana lands paralleling the existing PacifiCorp transmission line. The 230 kV line will then follow along private easements obtained by the Applicants for approximately 3 miles to the Point of Interconnection in Wyoming. The Point of Interconnection substation facilities will consist of disconnect switches, metering equipment and an instrument house located within a fenced substation yard. The location of the point of interconnection is T. 58 S., R. 98 W., Section 22, Park County, Wyoming. A separate Conditional Use Permit will be obtained for this facility from Park County, Wyoming.

This Plan of Development contains descriptive drawings, maps, specifications, statements and records as required by Carbon County ordinance, basic land use goals and the "Code of the West" objectives set forth and adopted by Carbon County in the Carbon County Comprehensive Plan Growth Policy and Carbon County's development permit requirements. The Plan of Development is intended to support the three separate Development Permit Applications, (one for each phase, Mud Springs I, Mud Springs II, and Mud Springs III) and the Development Permit Application for the collection substation and associated 12.5 mile 230 kV transmission line (Mud Springs IV). Also included in this Plan of Development are descriptions of Approach Permit applications for the new road entries onto County Roads and Encroachment Permit applications for construction of county road improvements and installation of utilities within the Carbon County Right of Way. The Plan of Development is intended to provide a single comprehensive development plan which identifies all wind turbine towers, alternative locations and associated facilities, new roads, transmission lines, substations, meteorological towers, lay down areas, temporary construction camps, road access and maintenance plan, decommissioning plan and other such design and baseline noise, biological and traffic studies necessary to describe the full development of all three wind projects and the associated transmission line as well as describe the

impacts on adjacent land uses. All figures and attachments are group together at the end of the Plan of Development. Some figures are formatted for large scale printing and therefore may not be to scale when printed on 8 ½ x 11 or 11 x 17 size paper. Attachments include detailed studies and other documents which are summarized in the text of the Plan of Development.

1.2 Ownership Structure and Development Permit Applications

The Mud Springs Wind Ranch is being developed by Sunrise Wind Holdings LLC, a subsidiary of EverPower Wind Holdings Inc. Sunrise Wind Holdings LLC has purchased the development rights, leases, easement and other assets associated with the Mud Springs Wind Ranch. Each of the three 80 MW wind projects will be owned by a separate Limited Liability Company. The 230 kV transmission line will also be owned by a separate Limited Liability Company. The primary wind energy lease / easement agreements with land owners have been assigned to the project specific Limited Liability Company. These Limited Liability Companies will be subsidiaries of Sunrise Wind Holding LLC. Each of the four Limited Liability Companies have submitted Carbon County Development Permit Applications. Enclosed in Attachment 1 are copies of the four Carbon County Development Permit Applications for:

- Mud Springs Phase 1
 - Applicant: Pryor Caves Wind Project LLC, Owner.
 - Wind Ranch Easement / Lease Agreement held by Mud Springs Wind LLC
- Mud Springs Phase II
 - Applicant: Mud Springs Wind Project LLC, Owner
 - Wind Ranch Easement / Lease Agreements held by:
 - Mud Springs Wind Project LLC
 - Sunrise Wind Holdings LLC
- Mud Springs Phase III
 - Applicant: Horse Thief Wind Project LLC, Owner
 - Wind Ranch Easement/Lease Agreement Held by:
 - Sunrise Wind Holdings LLC,
 - Mud Springs Wind Project LLC
- Mud Springs Phase IV
 - Applicant: Bowler Flat Energy Hub LLC,
 - Ownership:
 - Pryor Caves Wind Project LLC
 - Mud Springs Wind Project LLC
 - Horse Thief Wind Project LLC
 - ROW Easement Agreements held by
 - Sunrise Wind Holdings LLC
 - Mud Springs Wind Project LLC

Also enclosed in Attachment 1 are copies of the Montana Secretary of State's Corporate Certificate of Existence for the Applicants. For the purposes of this Plan of Development, the Applicants for Development Permits are referred to as the Applicants.

1.3 Project Summary

The Project Area is located on lands under wind energy development easement agreements with several landowners who currently use this area for cattle grazing and growing of grass feed. These existing uses

are expected to continue on a non-interference basis. The Project Area is characterized by its open space. See Figure 1 for a map of the Mud Springs Wind Ranch phases, showing the Phase boundaries which identifies the areas where 120 Wind Turbines locations and associated transmission lines and access roads will be located.

- The Project Area consists of approximately 18,000 acres of Wind Easement lands leased from local ranches. Approximately 584 total acres of this area will be used by the Project for permanent facilities such as wind turbine generator foundations, substation, roads, pads, underground transmission cables.
 - Mud Springs Phase I: approximately 155 acres.
 - Mud Springs Phase II: approximately 156 acres
 - Mud Springs Phase III: approximately 154 acres
 - Mud Springs Phase IV Collection Substation: 85 acres.
 - Mud Springs Phase IV transmission line 111 acres

The remaining property will continue to be used by the owner for other current and future uses allowed under Carbon County regulations such as mining and agriculture.

- Each of the three wind 80 MW Projects will have on site improvements that will include:
 - 40 turbine locations within each project area.
 - Each turbine location will have an associated permanent gravel crane parking pad adjacent to the turbine location.
Each turbine location and strings of turbine locations will have new gravel access roads;
 - Each 80 MW project will have an underground collection system of power cables which collect the power from each of the 40 turbine location and bring that power to a common collection substation;
 - A lay down area for temporary equipment storage will be created at each of the 80 MW project areas. This laydown area will include approximately 3 acres of gravel parking area which will be reclaimed upon completion of construction;
- Collection systems will consist of underground power cables between the WTG locations within each 80 MW cluster and a combination of overhead and underground collection lines connecting the 80 MW WTG cluster to the collection substation.
- The common power collection substation will be located at a central location to the three 80 MW projects. This facility will collect the power from each 80 MW project's power collection system and connect it to a common bus bar at the substation. The collection substation will contain the common bus bar structure, two or more 34.5/230 kV transformers, disconnect switches, meters and an instrumentation house, and storage area. This site will be approximately 5 acres in size, have a gravel pad and approximately 3 acres will be surrounded by a secured cyclone fence.
- The collected 34.5 kV power will be transformed to 230 kV, which is the regional power grid voltage and transmitted along a new 12.5 mile long 230 kV transmission to Frannie, Wyoming. Carbon County, State of Montana private easements have been filed for or obtained by the applicant for this common ownership Generator Lead Line.
- The 230 kV transmission line will to the extent possible and allowed by the easements path parallel segments of Railbed Road, Quarry Road and Cottonwood Road. Approximately 60% of the route through Carbon County will involve use of Carbon County Road right-of-way for which Encroachment Permits applications have been filed by the Applicant. Approximately 40% of the right of way will involve private easements and crossing permits over Highway 310 and the BNSF Railroad to reach the existing power line corridor west of Warren, Montana.
- Two routes for crossing Highway 310 and the BNSF Railroad are under consideration to determine the best route for crossing these transportation corridors near the community of Warren. The northern alternative will parallel Cottonwood Road upon crossing the BNSF Railroad. The southern alternative will cross the State of Montana lands west of the BNSF

Railroad. Upon reaching the existing transmission line corridor, the new 230 kV line will parallel the existing PacifiCorp's transmission line for approximately 30% of the route to Point of Interconnection substation in Park County, Wyoming.

- Separate permits will be obtained from the ~~Montana Department of Highways~~ for the crossing of Highway 310. A railroad crossing permit will be obtained from the Burlington Northern Santa Fe Railroad Company.
- The project's 230 kV transmission line will interconnect to PacifiCorp's power grid via a new interconnection substation located in just across the state line in Park County, Wyoming adjacent to PacifiCorp's existing Yellowtail to Fannie transmission line on private land easements obtained by the Applicant. A separate Park County Conditional Use Permit will be obtained for this substation in Wyoming.
- The primary traffic access routes into the Project Area will be:
 - **Quarry Road:** The primary entrance into the project area off US Highway 310 will be via Quarry Road at Warren, Montana. Quarry Road is a heavy duty gravel road currently used to transport crush rock from the limestone quarry east of the project area to the railroad siding at Warren.
 - **Railbed Road:** The primary equipment, material delivery and construction access route will be via Railbed Road from the south utilizing the existing intersection at Quarry Road and State Route 310. Approximately 0.2 of a mile of Quarry Road will be used before turning north on Railbed Road. Approximately 12 miles of Railbed Road will be utilized for delivery of heavy equipment and components. Railbed Road and Quarry Road are gravel roads.
 - **Pryor Mountain Road:** The secondary access will be via Pryor Mountain Road from the junction of Pryor Mountain Road and State Route 310. Approximately 10 miles of Pryor Mountain road will be utilized for access into the project area. All material deliveries will be required to use Railbed Road. No major over sized loads will utilize the Pryor Mountain road route. Empty trucks with shortened trailers may utilize this route as an exit route. Approximately 4 miles of Pryor Mountain Road is paved near the junction with Highway 310 and the remaining road is gravel.
 - **South Pryor Mountain Road:** South Pryor Mountain Road will be used to access the Phase III area north of Bowler Flat Ranch.
 - **Cottonwood Road:** Cotton Wood Road is a private road/ public way. This road will be used to access the transmission line construction area. Cotton Wood Road is a dirt road.
 - During construction the project will maintain all public roads utilized by the project.
- Sound from the wind turbine generators is projected to be less than 45 dB (A) at non-participating residences outside of the Project Boundary. There are three residences within the project boundary which are participating parties where noise projections are between 50 dBa and 55 dBA. There are four non-participating residences with 4 miles of the project boundary where noise levels are projected to not exceed 40 dB(A). See Attachment 9 for a copy of the noise model.
- All roads will be designed to provide proper drainage and crossing of existing ephemeral drainages.
- Red night time air craft warning lights will be required by the Federal Aviation Administration (FAA).
- Some intersection, cattle guard crossing and turning radius improvements are anticipated for Railbed Road..
- The majority of construction traffic will pass through the community of Bridger to Quarry Road and Railbed Road following State Route 310.
- The current land use for the Project Area is cultivated agricultural and, cattle grazing. Existing irrigation improvements in the project area may be modified to accommodate some facilities.

Any modification to existing irrigation ditches or center pivot systems will be done with cooperation and approval of the ranch owner per conditions in the wind energy lease agreements.

- Construction of each of the three Project will involve earth disturbance. Approximately 460 acres of surface disturbance is anticipated for the wind turbine generator foundation areas, construction of crane pad areas and lay down areas, collection lines and road improvements.
- Construction of the common collection substation and associated 12.5 mile transmission line will involve approximately 150 acres of construction zone of which the majority will be reclaimed.
- Temporary construction offices, redi-mix plant and equipment storage areas will be located at each project phase construction area and will be co-located with equipment lay down and parking areas near the project entry road off Railbed Road.
- The wind turbine construction procedures will use methods typical of wind projects and involve the use of large cranes to place the wind turbine generators and towers onto the foundation structures.
- Electrical power collection lines from each wind turbine generator are typically buried in a trench paralleling the main project access roads to each wind turbine generator. The collected power from each string of wind turbine generators will then be placed on overhead wood poles to bring the collected power to the central substation.

The Projects are expected to employ a total construction workforce of approximately 95 to 120 construction workers at peak construction. Most of the construction labor force will be sourced from the local area. A common operating company will be used to operate the three projects and approximately 6 permanent employees will be employed on various shifts during operations, 24 hours per day, 365 days per year.

Impacts to water quality will be minimized through a Construction and Operations Stormwater Pollution Prevention Plan (SWPPP) approved by the Montana Department of Environmental Quality. Construction will avoid drainages or any other bodies of water, wetlands, and irrigation ditches to the greatest extent practicable in order to reduce the potential for sedimentation and pollution of the Sage Creek Drainage. All hazardous material, such as lubricants, will be stored in approved containers and storage facilities to prevent leakage into waterways. Air emissions will be controlled through the use of well-maintained equipment and use of dust reduction practices on roads, material stockpiles and controlled burning of brush and wood packaging material according to the state regulations. All turbines will be equipped with multiple safety systems to reduce mechanical hazards and will be equipped with lightning protection system.

Vegetation and wildlife protection measures will be implemented at the Project during construction and operations. Temporarily disturbed areas will be reclaimed and restored using native seed. In addition, the Project will have a weed management plan to protect against the spread of noxious and invasive weed species. The weed management plan has been submitted to the Carbon County Weed District and is included in this Plan of Development as an attachment. The weed management plan will be implemented during construction, reclamation and operations to reduce the opportunity for the introduction of noxious weeds and implement a program to treat and control noxious weeds. Speed limits will be kept to 25 MPH in project areas to reduce potential for road kill. Above ground power lines will be designed for raptor protection using Avian Power Line Interaction Committee standards and will utilize existing roads to the extent possible to minimize power line corridor impacts to the area.

A traffic management plan has been included in the Plan of Development to reduce impacts to state and county roads and improve traffic safety during construction. Hunting and recreational opportunities will continue to be at the discretion of the land owners.

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All historical buildings will be avoided and a 100 foot setback will be established for roads and collection line trenching from historical buildings. If any archeological artifacts or human remains are discovered, work in that areas will cease and the Applicants will notify the Montana State Historical Preservation Office and Carbon County.