

Section 1.0 Application for Development Permits

The Mud Springs Wind Ranch Project (Project) has a Conditional Use Permit (CUP) from Carbon County, Montana that includes a layout of 69 wind turbine generators (WTG) within the project area. The owner of the Project, Sunrise Wind Holdings, LLC, is currently in negotiations to potentially sell the Project to an Assignee that is interested in building the Project with an alternative layout that is different than the current CUP layout. The Assignee's alternative layout consists of 119 WTG that would have the same Project size limit of 240 MW and would be built within the existing Project boundaries. Sunrise Wind Holdings, LLC is requesting approval of the Assignee's Project layout as an alternative layout within the existing CUP.

1.1 Description and Location:

The Assignee's alternative layout for the Project consists of one 240 MW phase rather than the three 80 MW phases of the current layout. The corporate structure of the Assignee would allow all 119 WTG and all associated roads, power collection lines, the interconnection transmission line, met towers, the operations and maintenance building, and substations to be built as one phase rather than having to follow the Public Utilities Regulatory Act (PURPA) regulations which the current layout is required to meet. The entire Project would be owned directly by the Assignee rather than having separate Limited Liability Company (LLC) ownership and the corporate structure of the Assignee would provide the possibility for the Project to be interconnected to the existing transmission line within the State of Montana rather than having to connect within the State of Wyoming. If the Assignee takes ownership of the Project, they will initiate a process to relocate the interconnection point to an area where the existing PacifiCorp 230 kV Yellowtail to Frannie transmission line is within the Project boundary and located close to the WTG. The Assignee has provided a map showing three possible interconnection options. The power generated by the project will flow to PacifiCorp's transmission grid.

This Comprehensive Plan of Development for the alternative layout contains supporting information regarding the Carbon County Development Permit application for the Project. In the alternative layout, the WTG and the 230 KV generation tie line are all considered to be parts of a single Project. The total size of the Mud Springs Wind Ranch development in Montana will be approximately 240 MWs. The alternative layout will consist of 119 turbine structures, approximately 54 miles of power collection system and approximately 30 miles of new access roads.

The wind turbine generators used in the alternative layout will be large commercial size generators with a minimum size 2.0 MW and will be placed on top of steel tube towers. The hub height of the WTG will likely be between 80 and 90 meters and the blade diameter of the WTG are expected to be between 110 and 136 meters. Final size of the towers and blades will be based upon procurement of specific WTG models, final layout design, foundation requirements and topographic conditions at each individual tower location. Several suppliers of commercially available wind turbines with a minimum size of 2.0 MWs 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 Project area is located in Sage Creek valley between State Route 310 and the Pryor Mountains along Railbed Road, approximately 10 miles Southeast of Bridger, Montana. The Project will be located in:

Township 7 S., Range 24 E., Sections 1, 2, 11, 12, 13, 14, 22, 23, 24, 25, and 26
Township 7 S., Range 25 E., Sections 7, 18, 19, 20, 29, 30, 31, and 32

Township 8 S., Range 24 E., Sections 1 and 12

Township 8 S., Range 25 E., Sections 4, 5, 6, 7, 8, 9, 17, 18, 20, 21, 22, 27, 28, 29, 32, and 33

Township 9 S., Range 25 E., Sections 4, 8, 9, 17, 20, 21, 28, 32, and 33

Power generated at each wind turbine will be collected via underground power cables which will bring the power from each WTG to a common power collection substation. The collection substation will be approximately 4 acres 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 collection system at a voltage of 34.5 kV and the transformer(s) will increase the voltage to the regional power grid voltage of 230 kV. The collection substation for the alternative layout is currently located on private property controlled by the applicant in Township 7 S., Range 25 E., Section 31, but the location could shift based upon final layout considerations.

The Assignee's alternate layout has three potential options for linking the collection substation with PacifiCorp's existing 230 kV transmission system that are different than the current layout. The current layout is considered to be Option 1 and Assignee's layout are labeled Options 2, 3, and 4. Options 1 and 2 would connect the collector substation to the same interconnection point in Park County, Wyoming, the difference being the location of the collector substation within the two different Project layouts. Option 3 would locate the interconnection substation on a parcel of land in Township 8 S., Range 25 E., Section 21 that the Assignee is expected to own as part of the development rights. Option 3 would require a 230 kV generation tie line approximately 5 miles in length between the collector substation and the interconnection substation. Option 4 would locate the interconnection substation in Township 7 S., Range 25 E., Section 29 and would require a 230 kV generation tie line approximately 1 mile long to link the collector substation and the interconnection substation. For Options 1 and 2, the new 230 kV transmission line would be constructed parallel to Railbed Road, within the County Right of Way, to approx. 2,000 ft north of Piney Creek. All Carbon County Encroachment Permits for construction of this transmission line within the County Right of Way were received on January 14, 2016. The transmission line will follow Railbed Road approx. 5.3 miles to 2,000 ft north of Piney Creek, and then will turn southwest / south for approx. 1.8 mi to cross Highway 310 approx. 1 mi west / northwest of Warren, Montana. The line will then head south for approximately 4.7 mi along private easements obtained by the Applicants to the Point of Interconnection in Wyoming. The Point of Interconnection substation facilities for all potential options will consist of disconnect switches, metering equipment and an instrument house located within a fenced substation yard. The location of the point of interconnection for Options 1 and 2 is Township 58 S., Range 98 W., Section 22, Park County, Wyoming and if these options are used, 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 the 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 provide the alternative layout for approval by Carbon County. Also included in this Plan of Development are descriptions of approved Approach Permits for the new road entries onto County Roads and approved Encroachment Permits 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 alternative wind turbine tower locations, locations of associated facilities, new roads, transmission lines, substations, and impacts on adjacent land uses. All figures and attachments are grouped together at the end 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, formerly a subsidiary of EverPower Wind Holdings Inc. and currently a subsidiary of Innogy Renewables US LLC. Sunrise Wind Holdings LLC has purchased the development rights, leases, easement and other assets associated with the Mud Springs Wind Ranch. If the current negotiations result in the sale of the Project to the Assignee, the project and all applicable permits, easements and agreements will be directly owned by the Assignee.

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 Project with the Assignee's alternative layout and the Assignee's three interconnection options.

- **Figure 2** compares the 69 WTG locations of the current layout with the 119 WTG locations of the alternative layout.
- The Project will have on site improvements that will include:
 - 119 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;
 - The Project will have an underground collection system of power cables which collect the power from each of the 119 turbine location and bring that power to a common collection substation;
 - A lay down area for temporary equipment storage will be created for the Project. This laydown area will include approximately 4 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 and the collection substation.
- The common power collection substation will be located at a central location to the Project. This facility will collect the power from all 119 WTG and connect it to a common bus bar at the substation. The collection substation will contain the common bus bar structure, one 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 to the interconnection substation.
- For generation tie line Options 1 and 2, the 230 kV transmission line will, to the extent possible and allowed by the easements path, parallel segments of Railbed Road. Approximately 50% 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 50% 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.
- A Montana Department of Transportation permit for the crossing of Highway 310 was obtained on April 15, 2016.
- A License for Electric Supply Line Across or Along Railway Property was made effective on July 22, 2016 with Burlington Northern Santa Fe Railway Company.
- The project's 230 kV transmission line will interconnect to PacifiCorp's power grid via a new interconnection substation. The location of the interconnection substation is dependent upon the

ownership of the Project. If the Assignee purchases the Project, it will work to finalize the interconnection point by the end of 2019.

- 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 oversized 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 area north of Bowler Flat Ranch.
 - **Cottonwood Road:** Cotton Wood Road is a private road/ public way. This road could 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 50 dB (A) at non-participating residences outside of the Project Boundary. See Section 1.4 for additional information on noise.
- 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 the Project will involve earth disturbance. Approximately 265 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 transmission line will involve up to 170 acres of construction zone impact if Option 2, the longest potential generation tie line, is selected. The majority of areas impacted will be reclaimed.
- Temporary construction offices, redi-mix plant and equipment storage areas will be located at the Project 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 could be buried or placed on overhead wood poles to bring the collected power to the central substation.

The Project is expected to employ a total construction workforce of up to 300 construction workers at peak construction. The Project will attempt to source some of the construction labor force from the local area. Between 6 and 15 permanent employees will be employed to operate the Project.

Impacts to water quality will be minimized through a Construction and Operations Storm Water 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. If the Assignee purchases the Project, the Assignee will submit a weed management plan to the Carbon County Weed District. 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. The Project will utilize existing roads to the extent possible to minimize 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.

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.

1.4 Summary of Compliance with Carbon County Development Regulations (Resolution 2016-14)

Adjacent Landowners

There are 110 parcels that are adjacent to parcels with proposed infrastructure, as shown in **Figure 3**. Parcel ID's for these landowners may be provided upon request.

Setback Compliance Comparison

In the alternate layout, there are currently 39 WTG within 1,000 feet of parcels that are unsigned / non-participating that would be impacted by the setback that was established in Resolution 2016-14, as shown in **Figure 4**. 18 of these 39 WTG are near land state or BLM land, and 21 are located near private landowners.

Noise Compliance

In the alternate layout, there are 9 landowners outside the project boundary that would be with the estimated 50 dBA sound contour of the Project based upon preliminary sound modeling results. There are only two residential structures within the 50 dBA sound contour for the 119 WTG layout, as shown in **Figure 5** and both structures are owned by landowners who are participants of the project.