STATE OF MINNESOTA PUBLIC UTILITIES COMMISSION

SITE PERMIT FOR CONSTRUCTION AND OPERATION OF A DISTRIBUTED PHOTOVOLTAIC SOLAR ENERGY GENERATING SYSTEM

IN
MULTIPLE COUNTIES

ISSUED TO
AURORA DISTRIBUTED SOLAR, LLC

PUC DOCKET NO. E-6928/GS-14-515

In accordance with the requirements of Minnesota Statutes Chapter 216F and Minnesota Rules Chapter 7854, this site permit is hereby issued to:

Aurora Distributed Solar, LLC

Aurora Distributed Solar, LLC is authorized by this site permit to construct and operate distributed photovoltaic solar energy generating systems and associated facilities totaling up to 100 megawatts alternating current nameplate capacity, to be located at up to 24 facilities.

The distributed photovoltaic solar energy generating systems and associated facilities shall be built within the locations identified in this permit and as portrayed on the official site maps, and in compliance with the conditions specified in this permit.

This site permit shall expire (xx) years from the date of this approval.

Approved and adopted this ____ day of _____

BY ORDER OF THE COMMISSION

_____

BURL W. HAAR
Executive Secretary

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This document can be made available in alternative formats (i.e., large print or audio) by calling 651-296-0406 (voice). Persons with hearing loss or speech disabilities may call us through Minnesota Relay at 1-800-627-3529 or by dialing 711.

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ATTACHMENTS

Attachment 1 – Site Permit Boundaries and Preliminary Solar Panels Layout
Attachment 2 - Complaint Handling Procedures
Attachment 3 - Compliance Filing Procedures for Permitted Energy Facilities
Attachment 4 - Permit Compliance Filings

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1.0 SITE PERMIT

The Minnesota Public Utilities Commission (Commission) hereby issues this site permit to Aurora Distributed Solar, LLC (Permittee) pursuant to Minnesota Statutes Chapter 216E and Minnesota Rules Chapter 7850. This permit authorizes Permittee to construct distributed photovoltaic (PV) solar energy generating systems and associated facilities totaling up to 100 megawatts (MW) alternating current (AC) nameplate capacity, to be located at up to 24 facilities (together, the Project) interconnected to Northern States Power Company d/b/a Xcel Energy (Xcel Energy) distribution systems, and as identified in the attached site permit maps, hereby incorporated into this document. The number, combination, and capacity of the individual facilities which the Permittee selects for construction will depend on a number of factors, including site-specific conditions, engineering studies, environmental survey results, and interconnection details. The photovoltaic solar energy generating systems and associated facilities shall be built within the sites identified in this permit and as portrayed on the official site maps, and in compliance with the conditions specified in this permit.

2.0 PROJECT DESCRIPTION

The Project consists of distributed PV power plants to be located at up to 24 facilities serving Xcel Energy loads. The distributed solar facilities range in size from 1.5 MW to 10.0 MW with a combined nominal nameplate capacity of approximately 100 MW alternating current. The Project's primary components include PV modules mounted on a linear axis tracking system and a centralized inverter(s). Associated facilities include electrical cables, conduit, electrical cabinets, switchgears, step-up transformers, SCADA systems, and metering equipment. The solar facilities contain operations and maintenance (O&M) areas and internal access roads; each facility will be fenced around the components and gated at the access point.

2.1 Project Ownership

The Permittee is expected to continue to own the Project after commercial operation. However, due to the distributed locations of the Project solar facilities and need to satisfy the requirements of the investment tax credit, a federal tax credit available to taxpayers pursuant to the Internal Revenue Code, the Permittee will organize a separate limited liability company (or a "special purpose vehicle" or "SPV") for each solar facility, which will serve as the investment entity for the tax equity investor. The SPVs are listed below.

Name
Albany Solar, LLC
Annandale Solar, LLC

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Name
Atwater Solar, LLC
Brooten Solar, LLC
Chisago Solar, LLC
Dodge Center Distributed Solar, LLC
Eastwood Solar, LLC
Fiesta City Solar, LLC
Hastings Solar, LLC
Lake Emily Solar, LLC
Lake Pulaski Solar, LLC
Lawrence Creek Solar, LLC
Lester Prairie Solar, LLC
Mayhew Lake Solar, LLC
Montrose Solar, LLC
Paynesville Solar, LLC
Pine Island Distributed Solar, LLC
Pipestone Solar, LLC
Scandia Solar, LLC
Waseca Solar, LLC
West Faribault Solar, LLC
West Waconia Solar, LLC
Wyoming Solar, LLC
Zumbrota Solar, LLC

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3.0 DESIGNATED SITES

The Project includes construction of up to 24 facilities within 16 counties across Minnesota, as set forth in more detail below:

Facility	County	Township/Range/Section	GIS Coordinates	Facility Land Control	Preliminary Development Area**	MW-AC*
Albany	Stearns	Sections 8 & 17, T 125N, R 31W		230.6	107.4	10.0
Annandale	Wright	Section 32, T 121N, R 27W		70.6	70.6	6.0
Atwater	Kandiyohi	Section 1, T 119N, R 33W		40.1	36.3	4.0
Brooten	Stearns	Section 31, T 124N, R 35W		13.0	13.0	1.5
Chisago County	Chisago	Section 12, T 34N, R 21W		62.4	60.6	7.5
Dodge Center	Dodge	Section 32, T 107N, R 17W		68.5	60.0	6.5
Eastwood	Blue Earth	Section 14, T 108N, R 66W		49.7	49.7	5.5
Fiesta City	Chippewa	Section 9, T 117N, R 40 W		25.6	25.6	2.5
Hastings	Washington	Section 8, T 26N, R 20W		40.6	40.6	5.0
Lake Emily	Le Sueur	Section 24, T 110N, R 26W		46.9	42.4	5.0
Lake Pulaski	Wright	Section 15, T 120N, R 25W		75.8	63.2	8.5
Lawrence Creek	Chisago	Section 27, T 34N, R 19W		74.3	39.4	4.0
Lester Prairie	McLeod	Section 25, T 117N, R 27W		29.9	26.0	3.5
Mayhew Lake	Benton	Section 12, T 36N, R 31W		36.0	21.8	4.0
Montrose	Wright	Section 2, T 118N, R 26W		37.7	34.8	4.0

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Facility	County	Township/Range/Section	GIS Coordinates	Facility Land Control	Preliminary Development Area**	MW-AC*
Paynesville	Stearns	Section 8 & 9, T 122N, R 32W		223.6	108.4	10.0
Pine Island	Goodhue	Section 31, T109N, R 15W		46.9	42.2	4.0
Pipestone	Pipestone	Section 11, T106N, R 46W		15.8	14.7	2.0
Scandia	Chisago	Section 35, T 33N, R 20W		24.4	23.3	2.5
Waseca	Waseca	Section 12, T 17N, R 23W		89.2	85.2	10.0
West Faribault	Rice	Section 2, T 109N, R 21W		85.5	59.4	5.5
West Waconia	Carver	Section 1, T 115N, R 26W		75.7	78.1	8.5
Wyoming	Chisago	Section 32, T 33N, R 21W		67.3	62.0	7.0
Zumbrota	Goodhue	Section 25, T 110N, R 16W		35.6	31.9	3.5

* The final MW-AC nameplate capacity of each solar energy generating system may vary based on the technology selected and final design.

** Preliminary Development Area boundary is larger than the Facility Land Control boundary in this particular instance to accommodate possible interconnection in the public right-of-way on the north side of Highway 5/25.

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Each facility is more specifically described in the permit application and is shown in the attached Site Location maps.

3.1 Project Boundary

The preliminary solar arrays and associated facility layouts are shown on the maps at **Attachment [x]**. The preliminary layout represents the approximate location of the solar arrays and associated facilities at each proposed site and identifies a layout that minimizes the overall potential human and environmental impacts of the Project, which were evaluated in the permitting process. The final layout depicting the final arrangement of the solar panels and associated facilities shall be located within the Facility Site Control for each facility location

associated with this Project. The site control boundaries serves to provide the Permittee with the flexibility to make minor adjustments to the preliminary layout to accommodate landowner requests, unforeseen conditions encountered during the detailed engineering and design process, and federal and state agency requirements. Any modification of the solar arrays and associated facility depicted in the preliminary layout shall be done in such a manner to have comparable overall human and environmental impacts and shall be specifically identified in the site plan pursuant to Section 6.1. The Permittee shall submit the final site layout in the site plan pursuant to Section 6.1.

4.0 APPLICATION COMPLIANCE

The Permittee shall follow those specific construction practices and material specifications described in the Aurora Distributed Solar, LLC Application to the Commission for a Site Permit for the Aurora Distributed Solar Project, dated July 9, 2014, and the record of this proceeding unless this permit establishes different requirements, in which case this permit shall prevail.

Attachment [x] contains a summary of compliance filings, which is provided solely for the convenience of the Permittee. If this permit conflicts or is not consistent with **Attachment [x]**, the conditions in this permit will control.

5.0 SETBACKS AND SITE LAYOUT RESTRICTIONS

5.1 Public Lands

Solar panels and associated facilities including foundations, access roads, underground cable, and transformers, shall not be located in public lands, including Waterfowl Production Areas, State Wildlife Management Areas, Scientific and Natural Areas or county parks.

5.2 Wetlands

Solar panels and associated facilities including foundations, access roads, underground cable and transformers, shall not be placed in public waters wetlands, as defined in Minnesota Statutes, section 103G.005, subdivision 15(a), except that electric collector or feeder lines may cross or be placed in public waters or public waters wetlands subject to permits and approvals by the Minnesota Department of Natural Resources (DNR) and the United States Army Corps of Engineers (USACE), and local units of government as implementers of the Minnesota Wetlands Conservation Act.

5.3 Native Prairie

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The Permittee, in consultation with the Commission, Department of Commerce and DNR, shall prepare a prairie protection and management plan and file it with the Commission and DNR at least 30 days prior to the pre-construction meeting if native prairie, as defined in Minnesota Statutes, section 84.02, subdivision 5, is identified in any biological and natural resource inventories conducted pursuant to Section 7.1. The plan shall address steps that will be taken to avoid impacts to native prairie and mitigation to unavoidable impacts to native prairie by restoration or management of other native prairie areas that are in degraded condition, by conveyance of conservation easements, or by other means agreed to by the Permittee, DNR and the Commission.

Solar panels and associated facilities including foundations, access roads, collector and feeder lines, underground cable, and transformers shall not be placed in native prairie unless addressed in a prairie protection and management plan and shall not be located in areas enrolled in the Native Prairie Bank Program. Construction activities, as defined in Minnesota Statutes, section 216E.01, shall not impact native prairie unless addressed in a prairie protection and management plan.

5.4 Feeder Lines

Feeder lines that carry power from an internal project interconnection point to the Project substation or interconnection point on the electrical grid may be overhead or underground. Any overhead or underground feeder lines that parallel public roads shall be placed within the public rights-of-way or on private land immediately adjacent to public roads. If overhead feeder lines are located within public rights-of-way, the Permittee shall obtain approval from the governmental unit responsible for the affected right-of-way.

Feeder line locations shall be located in such a manner as to minimize interference with agricultural operations including, but not limited, to existing drainage patterns, drain tile, future tiling plans, and ditches. Safety shields shall be placed on all guy wires associated with overhead feeder lines. The Permittee shall submit the engineering drawings of all collector and feeder lines in the site plan pursuant to Section 6.1.

The Permittee must fulfill, comply with, and satisfy all Institute of Electrical and Electronics Engineers, Inc. (IEEE) standards applicable to this Project including, but not limited to, IEEE 776 (Recommended Practice for Inductive Coordination of Electric Supply and Communication Lines), IEEE 519 (Harmonic Control in Electric Power Systems), IEEE 367 (Recommended Practice for Determining the Electric Power Station Ground Potential Rise and Induced Voltage from a Power Fault), and IEEE 820 (Standard Telephone Loop Performance Characteristics) provided the telephone service provider has complied with any obligations imposed on it pursuant to these standards. Upon request by the Commission, the Permittee shall report to the Commission on compliance with these standards.

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6.0 ADMINISTRATIVE COMPLIANCE PROCEDURES

The following administrative compliance procedures shall be executed in accordance with the Permit Compliance Filings at **Attachments [x] and [x]**. Submissions to the Commission must be made by electronic filing (eFiling).

The following conditions shall apply to the construction of the facilities on the designated sites.

6.1 Site Plan

At least fourteen (14) days prior to the pre-construction meeting, the Permittee shall submit to the Commission:

(a) a ready-for-construction site plan for each solar site to include the solar panels layout, access roads, electrical equipment, collector and feeder lines, and other associated facilities to be constructed;

(b) engineering drawings for site preparation and construction of the facilities; and

(c) a plan for restoration of the site due to construction.

Construction is defined under Minnesota Statutes, section 216E.01, subdivision 3. The Permittee may submit a site plan and engineering drawings for only a portion of the Project if the Permittee intends to commence construction on certain parts of the Project before completing the site plan and engineering drawings for other parts of the Project. The Permittee shall document, through GIS mapping, compliance with the setbacks and site layout restrictions required by this permit, including compliance with the noise standards pursuant to Minnesota Rules, chapter 7030. In the event that previously unidentified environmental conditions are discovered during construction that by law or pursuant to conditions outlined in this permit would preclude the use of that site as a solar site, the Permittee shall have the right to propose another solar site. The Permittee shall promptly notify the Commission if such circumstance arises.

6.2 Notice to Local Government Agencies

Within fourteen (14) days of approval of this permit, the Permittee shall send a copy of the permit to the office of the auditor of each county in which the site is located and to the clerk of each city and township where the site is located. As applicable, the Permittee shall, within fourteen (14) days of permit issuance, send a printed copy of this permit to each regional development commission, local fire district, soil and water conservation district, watershed district, and watershed management district office with jurisdiction in the county where the site is located.

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6.3 Notice of Permit Conditions

Prior to the start of construction, the Permittee shall inform all employees, contractors, and other persons involved in the construction and ongoing operation of the Project of the terms and conditions of this permit.

6.4 Field Representative

At least fourteen (14) days prior to the pre-construction meeting and continuously throughout construction, including site restoration, the Permittee shall designate a field representative responsible for overseeing compliance with the conditions of this permit during the construction phase of this Project. This person shall be accessible by telephone during normal working hours throughout preparation, construction, cleanup, and restoration. This person's address, email, phone number, and emergency phone number shall be filed with the Commission, which may make the contact information available to affected landowners, local residents, public officials and other interested persons. The Permittee may change the field representative by notification to the Commission by eFiling.

6.5 Site Manager

The Permittee shall designate a site manager responsible for overseeing compliance with the conditions of this permit during the commercial operation and decommissioning phases of this Project. The Permittee shall file with the Commission the name, address, email, phone number, and emergency phone number of the site manager fourteen (14) days prior to placing any solar site into commercial operation. This information shall be maintained current by informing the Commission of any changes by eFiling, as they become effective.

6.6 Pre-Construction Meeting

Prior to the start of any construction, representatives of the Permittee, the Field Representative, Department of Commerce, and Commission shall participate in a preconstruction meeting to review pre-construction filing requirements, scheduling, and to coordinate monitoring of construction and site restoration activities. The Permittee shall file with the Commission within fourteen (14) days following the pre-construction meeting a summary of the topics reviewed and discussed and a list of attendees. The Permittee shall indicate in the filing the Project's construction start date.

6.7 Pre-Operation Compliance Meeting

At least fourteen days (14) prior to commercial operation, the Permittee shall participate in a pre-operation compliance meeting with the Department of Commerce and Commission staff to

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coordinate field monitoring of operation activities. The Permittee shall file with the Commission within fourteen (14) days following the pre-operation meeting a summary of the topics reviewed and discussed and a list of attendees. The Permittee shall indicate in the filing the project's date of commercial operation.

6.8 Complaints

At least fourteen (14) days prior to the pre-construction meeting, the Permittee shall file with the Commission the company's procedures that will be used to receive and respond to complaints. The Permittee shall report to the Commission all complaints received concerning any part of the Project in accordance with the requirements of Minn. R. 7829.1500 or Minn. R. 7829.1700, and as set forth in the complaint procedures provided in **Attachments [x] and [x]** of this permit.

7.0 SURVEYS AND REPORTING

7.1 Biological and Natural Resource Inventories

The Permittee, in consultation with the Commission and DNR, shall design and conduct pre-construction desktop and field inventories of existing wildlife management areas, scientific and natural areas, recreation areas, native prairies and forests, wetlands, and any other biologically sensitive areas within the Project site and assess the presence of state- or federally-listed or threatened species. The results of the inventories shall be filed with the Commission at least thirty (30) days prior to the pre-construction meeting to confirm compliance of conditions in this permit.

The Permittee shall file with the Commission, any biological surveys or studies conducted on this Project, including those not required under this permit.

7.2 Archaeological Resources

The Permittee shall work with the State Historic Preservation Office (SHPO) and the State Archaeologist. The Permittee shall carry out a phase 1 or 1A archaeological survey for all proposed solar sites, access roads, and other areas of Project construction impact to determine whether additional archaeological work is necessary for any part of the proposed Project. The Permittee shall contract with a qualified archaeologist to complete such surveys, and shall submit the results to the Commission, the SHPO, and the State Archaeologist at least fourteen (14) days prior to the pre-construction meeting.

The SHPO and the State Archaeologist will make recommendations for the treatment of any significant archaeological sites which are identified. Any issues in the implementation of these

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recommendations will be resolved by the Commission in consultation with SHPO and the State Archaeologist. In addition, the Permittee shall mark and preserve any previously unrecorded archaeological sites that are found during construction and shall promptly notify the SHPO, the State Archaeologist, and the Commission of such discovery. The Permittee shall not excavate at such locations until so authorized by the Commission in consultation with the SHPO and the State Archaeologist.

If human remains are encountered during construction, the Permittee shall immediately halt construction at that location and promptly notify local law enforcement authorities and the State Archaeologist. Construction at the human remains location shall not proceed until authorized by local law enforcement authorities or the State Archaeologist.

If any federal funding, permit, or license is involved or required, the Permittee shall notify the SHPO as soon as possible in the planning process to coordinate section 106 (36 C.F.R. part 800) review.

Prior to construction, construction workers shall be trained about the need to avoid cultural properties, how to identify cultural properties, and procedures to follow if undocumented cultural properties, including gravesites, are found during construction. If any archaeological sites are found during construction, the Permittee shall immediately stop work at the site and shall mark and preserve the site and notify the Commission the SHPO about the discovery. The Commission and the SHPO shall have three (3) working days from the time the agency is notified to conduct an inspection of the site if either agency shall choose to do so. On the fourth day after notification, the Permittee may begin work on the site unless the SHPO has directed that work shall cease. In such event, work shall not continue until the SHPO determines that construction can proceed.

7.3 Interference

At least fourteen (14) days prior to the pre-construction meeting, the Permittee shall submit a plan to the Commission for conducting an assessment of television and radio signal reception, microwave signal patterns, and telecommunications in the Project area. The assessment shall be designed to provide data that can be used in the future to determine whether the solar panels and associated facilities are the cause of disruption or interference to television or radio reception, microwave patterns, or telecommunications in the event residents should complain about such disruption or interference after the solar panels are placed in operation. The assessment shall be completed and filed prior to installation of the solar panels. The Permittee shall be responsible for alleviating any disruption or interference of these services caused by the solar panels or any associated facilities.

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The Permittee shall not operate the Project so as to cause microwave, television, radio, telecommunications, or navigation interference in violation of Federal Communications Commission regulations or other law. In the event the Project or its operations cause such interference, the Permittee shall take timely measures necessary to correct the problem.

7.4 Project Energy Production

The Permittee shall, by February 1st following each complete or partial year of Project operation, file a report with the Commission on the monthly energy production of the Project (each site individually and combined) including:

(a) the installed nameplate capacity of the permitted Project;

(b) the total daily energy generated by the Project in MW hours;

(c) the total monthly energy generated by the Project in MW hours;

(d) the monthly capacity factor of the Project;

(e) yearly energy production and capacity factor for the Project;

(f) the operational status of the Project and any major outages, major repairs, or solar installation performance improvements occurring in the previous year; and

(g) any other information reasonably requested by the Commission.

This information shall be considered public and must be filed electronically.

7.5 Photovoltaic Resource Use

The Permittee shall, by February 1st following each complete or partial calendar year of operation, file with the Commission the average monthly and average annual solar strength gradient measured in kWh/m²/Day observed at each solar site during the preceding year or partial year of operation. This information shall be considered public and must be filed electronically.

7.6 Extraordinary Events

Within twenty-four (24) hours of an occurrence, the Permittee shall notify the Commission of any extraordinary event. Extraordinary events include but shall not be limited to: fires, solar panel collapse, acts of sabotage, collector or feeder line failure, and injured worker or private

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person. The Permittee shall, within thirty (30) days of the occurrence, file a report with the Commission describing the cause of the occurrence and the steps taken to avoid future occurrences.

8.0 CONSTRUCTION AND OPERATION PRACTICES

8.1 Site Clearance

The Permittee shall disturb or clear the site only to the extent necessary to assure suitable access for construction, safe operation, and maintenance of the Project.

8.2 Topsoil Protection

The Permittee shall implement measures to protect and segregate topsoil from subsoil on all lands unless otherwise negotiated with the affected landowner.

8.3 Soil Compaction

The Permittee shall implement measures to minimize soil compaction of all lands during all phases of the Project's life and shall confine compaction to as small an area as practicable.

8.4 Livestock Protection

The Permittee shall take precautions to protect livestock during all phases of the Project's life.

8.5 Fences

The Permittee shall promptly replace or repair all fences and gates removed or damaged during all phases of the Project's life unless otherwise negotiated with the affected landowner. When the Permittee installs a gate where electric fences are present, the Permittee shall provide for continuity in the electric fence circuit.

8.6 Drainage Tiles

The Permittee shall take into account, avoid, promptly repair or replace all drainage tiles broken or damaged during all phases of Project’s life unless otherwise negotiated with affected landowner.

8.7 Equipment Storage

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The Permittee shall not locate temporary equipment staging areas on lands not under its control unless negotiated with affected landowner. Temporary equipment staging areas shall not be located in wetlands or native prairie as defined in Sections 5.2 and 5.3.

8.8 Noise

Construction and routine maintenance activities shall be limited to daytime working hours, as defined in Minn. R. 7030.0200, to ensure nighttime noise level standards will not be exceeded.

8.9 Roads

8.9.1 Public Roads

At least fourteen (14) days prior to the pre-construction meeting, the Permittee shall identify all state, county, or township roads that will be used for the Project and shall notify the Commission and the state, county, or township governing body having jurisdiction over the roads to determine if the governmental body needs to inspect the roads prior to use of these roads. Where practical, existing roadways shall be used for all activities associated with the Project.

The Permittee shall, prior to the use of such roads, make satisfactory arrangements with the appropriate state, county, or township governmental body having jurisdiction over roads to be used for construction of the Project for maintenance and repair of roads that will be subject to extra wear and tear due to transportation of equipment and Project components. The Permittee shall notify the Commission of such arrangements upon request.

8.9.2 Solar Site Access Roads

The Permittee shall construct the least number of site access roads it can. Access roads shall not be constructed across streams and drainage ways without required permits and approvals. When access roads are constructed across streams and drainage ways, the access roads shall be designed in a manner so runoff from the upper portions of the watershed can readily flow to the lower portion of the watershed. Access roads shall be constructed in accordance with all necessary township, county or state road requirements and permits.

8.9.3 Private Roads

The Permittee shall promptly repair private roads or lanes damaged when moving equipment or when obtaining access to the site, unless otherwise negotiated with the affected landowner.

8.10 Private Infrastructure

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The Permittee shall replace or repair all fences and gates removed or damaged as a result of preparation, construction, and restoration activities, unless otherwise negotiated with the affected landowner.

8.11 Cleanup

The Permittee shall remove all waste and scrap that is the product of construction, operation, restoration, and maintenance from the site and properly dispose of it upon completion of each task. Personal litter, bottles, and paper deposited by site personnel shall be removed on a daily basis.

8.12 Tree Removal

The Permittee shall minimize the removal of trees and the Permittee shall not remove groves of trees or shelter belts without notification to the Commission and the approval of the affected landowner.

8.13 Soil Erosion and Sediment Control

The Permittee shall develop a Soil Erosion and Sediment Control Plan prior to construction and submit the Plan to the Commission at least fourteen (14) days prior to the pre-construction meeting. This Plan may be the same as the Storm Water Pollution Prevention Plan (SWPPP) submitted to the MPCA as part of the National Pollutant Discharge Elimination System (NPDES) permit application.

The Soil Erosion and Sediment Control Plan shall address what types of erosion control measures will be implemented during each Project phase and shall at a minimum identify: plans for grading, construction, and drainage of roads and solar sites; necessary soil information; detailed design features to maintain downstream water quality; a comprehensive re-vegetation plan to maintain and ensure adequate erosion control and slope stability and to restore the site after temporary project activities; and measures to minimize the area of surface disturbance. Other practices shall include containing excavated material, protecting exposed soil, and stabilizing restored material and removal of silt fences or barriers when the area is stabilized. The Plan shall identify methods for disposal or storage of excavated material. Erosion and sedimentation control measures shall be implemented prior to construction and maintained throughout the Project's life.

8.14 Invasive Species

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The Permittee shall develop an Invasive Species Prevention Plan to prevent the introduction of invasive species on lands disturbed by Project construction activities. This requirement may be included as an element of the Soil Erosion and Sediment Control Plan.

8.15 Restoration

The Permittee shall, as soon as practical following construction of each site, considering the weather and preferences of the affected landowner, restore the area affected by any Project activities to the condition that existed immediately before construction began, to the extent possible. The time period may be no longer than twelve (12) months after completion of the construction, unless otherwise negotiated with the affected landowner. Restoration shall be compatible with the safe operation, maintenance and inspection of the Project.

8.16 Hazardous Waste

The Permittee shall be responsible for compliance with all laws applicable to the generation, storage, transportation, clean-up, and disposal of hazardous wastes generated during any phase of the Project's life.

8.17 Application of Herbicides

The Permittee shall restrict herbicide use to those herbicides and methods of application approved by the Minnesota Department of Agriculture and the U.S. Environmental Protection Agency. Selective foliage or basal application shall be used when practicable. All herbicides shall be applied in a safe and cautious manner so as to not damage adjacent properties, including crops, orchards, tree farms, or gardens. The Permittee shall also, at least fourteen (14) days prior to the application, notify beekeepers with an active apiary within one mile of the proposed application site of the day the Permittee intends to apply herbicide so that precautionary measures may be taken by the beekeeper.

8.18 Public Safety

The Permittee shall provide educational materials to landowners adjacent to the site boundary and, upon request, to interested persons about the Project and any restrictions or dangers associated with the Project. The Permittee shall also provide any necessary safety measures, such as warning signs and gates for traffic control or to restrict public access. The Permittee shall submit the location of all underground facilities, as defined in Minnesota Statutes, section 216D.01, subdivision 11, to Gopher State One Call following the completion of construction at each site.

8.19 Emergency Response

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The Permittee shall prepare an Emergency Response Plan (fire protection and medical emergency) in consultation with the emergency responders having jurisdiction over the area prior to Project construction. The Permittee shall submit a copy of the Plan to the Commission at least fourteen (14) days prior to the pre-construction meeting and a revised plan, if any, at least fourteen (14) days prior to the pre-operation compliance meeting. The Permittee shall also register the Project with the local governments' emergency 911 services.

8.20 Solar Site Identification

All solar sites shall be marked with a visible identification number and or street address.

9.0 FINAL CONSTRUCTION

9.1 As-Built Plans and Specifications

Within sixty (60) days after completion of construction, the Permittee shall file with the Commission a copy of the as-built plans and specifications. The Permittee must also file this data in a GIS compatible format so that the Commission can place it into the Minnesota Geospatial Information Office's geographic data clearinghouse located in the Office of Enterprise Technology.

9.2 Final Boundaries

After completion of construction, the Commission shall determine the need to adjust the final boundaries of the sites required for this Project. If done, this permit may be modified, after notice and opportunity for public hearing, to represent the actual site required by the Permittee to operate the Project authorized by this permit.

9.3 Expansion of Site Boundaries

No expansion of the site boundaries described in this permit shall be authorized without the approval of the Commission. The Permittee may submit to the Commission a request for a change in the boundaries of the sites for the Project. The Commission will respond to the requested change in accordance with applicable statutes and rules.

9.4 Notification to the Commission

At least three (3) days before the Project is to commence commercial operation, the Permittee shall file with the Commission the date on which the Project will commence commercial operation and the date on which construction was completed.

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10.0 DECOMMISSIONING, RESTORATION, AND ABANDONMENT

10.1 Decommissioning Plan

At least fourteen (14) days prior to the pre-operation compliance meeting, the Permittee shall submit to the Commission a Decommissioning Plan documenting the manner in which the Permittee anticipates decommissioning the Project in accordance with the requirements of Minnesota Rules, part 7854.0500, subpart 13. The Permittee shall ensure that it carries out its obligations to provide for the resources necessary to fulfill its requirements to properly decommission the Project at the appropriate time. The Commission may at any time request the Permittee to file a report with the Commission describing how the Permittee is fulfilling this obligation.

10.2 Site Restoration

Upon expiration of this permit, or upon earlier termination of operation of the Project, or any solar site within the Project, the Permittee shall have the obligation to dismantle and remove from the site all solar panels, mounting steel posts and beams, inverters, transformers, overhead and underground cables and lines, foundations, buildings, and ancillary equipment to a depth of four feet. To the extent feasible, the Permittee shall restore and reclaim the site to its pre-project topography and topsoil quality. All access roads shall be removed unless written approval is given by the affected landowner requesting that one or more roads, or portions thereof, be retained. Any agreement for removal to a lesser depth or no removal shall be recorded with the county and shall show the locations of all such foundations. All such agreements between the Permittee and the affected landowner shall be submitted to the Commission prior to completion of restoration activities. The site shall be restored in accordance with the requirements of this condition within eighteen (18) months after expiration.

10.3 Abandoned Solar Installations

The Permittee shall advise the Commission of any solar installations that are abandoned prior to termination of operation of the Project. The Project, or any equipment within the Project, shall be considered abandoned after one (1) year without energy production and the land restored pursuant to Section 9.2 unless a plan is developed and submitted to the Commission outlining the steps and schedule for returning the Project, or any equipment within the Project, to service.

11.0 AUTHORITY TO CONSTRUCT DISTRIBUTED PHOTOVOLTAIC SOLAR ENERGY GENERATING SYSTEM

11.1 Power Purchase Agreement

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In the event the Permittee does not have a power purchase agreement or some other enforceable mechanism for sale of the electricity to be generated by the Project at the time this permit is issued, the Permittee shall provide notice to the Commission when it obtains a commitment for purchase of the power. This permit does not authorize construction of the Project until the Permittee has obtained a power purchase agreement or some other enforceable mechanism for sale of the electricity to be generated by the Project. In the event the Permittee does not obtain a power purchase agreement or some other enforceable mechanism for sale of the electricity to be generated by the Project within two years of the issuance of this permit, the Permittee must advise the Commission of the reason for not having such commitment. In such event, the Commission may determine whether this permit should be amended or revoked. No amendment or revocation of this permit may be undertaken except in accordance with applicable statutes and rules, including Minnesota Rules, part 7854.1300.

11.2 Failure to Commence Construction

If the Permittee has not completed the pre-construction surveys required under this permit and commenced construction of the Project within two years of the issuance of this permit, the Permittee must advise the Commission of the reason construction has not commenced. In such event, the Commission shall make a determination as to whether this permit should be amended or revoked. No revocation of this permit may be undertaken except in accordance with applicable statutes and rules, including Minnesota Rules, part 7854.1300.

11.3 Preemption of Other Laws

Pursuant to Minnesota Statutes, section 216F.07, this permit shall be the only site approval required for the location of this Project, and this permit shall supersede and preempt all zoning, building, and land use rules, regulations, and ordinances adopted by regional, county, local, and special purpose governments. Nothing in this permit shall release the Permittee from any obligation imposed by law that is not superseded or preempted by law.

11.4 Other Permits

The Permittee shall be responsible for acquiring any other federal, state, or local permits or authorizations that may be required to construct and operate a Distributed Photovoltaic Solar Energy Generating System within the authorized site. The Permittee shall submit a copy of such permits and authorizations to the Commission upon request.

11.4.1 Compliance with Federal and State Agency Permits

The Permittee shall comply with all terms and conditions of permits or licenses issued by federal, state, or tribal authorities including but not limited to the requirements of the MPCA (Section

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401 Water Quality Certification, NPDES/State Disposal System (SDS) stormwater permit for construction activity, and other site specific discharge approvals), DNR (License to Cross Public Lands and Water, Public Water Works Permit, and state protected species consultation), SHPO (Section 106 Historic Consultation Act), FAA determinations, and Mn/DOT (Utility Access Permit, Highway Access Permit, Oversize and Overweight Permit, and Aeronautics Airspace Obstruction Permit).

11.4.2 Compliance with County, City, or Municipal Permits

The Permittee shall comply with all terms and conditions of permits or licenses issued by the counties, cities, and municipalities affected by the Project that do not conflict with or are not pre-empted by federal or state permits and regulations.

12.0 COMMISSION POST-ISSUANCE AUTHORITIES

12.1 Periodic Review

The Commission shall initiate a review of this permit and the applicable conditions at least once every five (5) years. The purpose of the periodic review is to allow the Commission, the Permittee, and other interested persons an opportunity to consider modifications in the conditions of this permit. No modification may be made except in accordance with applicable statutes and rules.

12.2 Modification of Conditions

After notice and opportunity for hearing, this permit may be modified or amended for cause, including but not limited to the following:

(a) violation of any condition in this permit;

(b) endangerment of human health or the environment by operation of the Project; or

(c) existence of other grounds established by rule.

12.3 Revocation or Suspension of Permit

The Commission may take action to suspend or revoke this permit upon the grounds that:

(a) a false statement was knowingly made in the application or in accompanying statements or studies required of the Permittee, and a true statement would have warranted a change in the Commission's findings;

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(b) there has been a failure to comply with material conditions of this permit, or there has been a failure to maintain health and safety standards; or

(c) there has been a material violation of a provision of an applicable statute, rule, or an order of the Commission.

In the event the Commission determines that it is appropriate to consider revocation or suspension of this permit, the Commission shall proceed in accordance with the requirements of Minnesota Rules, part 7854.1300 to determine the appropriate action. Upon a finding of any of the above, the Commission may require the Permittee to undertake corrective measures in lieu of having this permit suspended or revoked.

12.4 More Stringent Rules

The Commission's issuance of this permit does not prevent the future adoption by the Commission of rules or orders more stringent than those now in existence and does not prevent the enforcement of these more stringent rules and orders against the Permittee.

12.5 Transfer of Permit and Notice of Ownership

The Permittee may not transfer this permit without the approval of the Commission. If the Permittee desires to transfer this permit, the holder shall advise the Commission in writing of such desire. The Permittee shall provide the Commission with such information about the transfer as the Commission requires reaching a decision. The Commission may impose additional conditions on any new Permittee as part of the approval of the transfer.

Within 20 days after the date of the notice provided in Section 9.4, the Permittee shall file a notice describing its ownership structure, identifying, as applicable:

(a) the owner(s) of the financial and governance interests of the Permittee;

(b) the owner(s) of the majority financial and governance interests of the Permittee's owners; and

(c) the Permittee's ultimate parent entity (meaning the entity which is not controlled by any other entity).

The Permittee shall notify the Commission of:

(a) A change in owner(s) of the majority financial or governance interests in the Permittee;

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(b) A change in owner(s) of the majority interest financial or governance interests of the Permittee's owners; or

(c) A sale which changes the parent entity of the Permittee.

The Permittee shall notify the Commission of:

(a) The sale of a parent entity or a majority interest in the Permittee;

(b) The sale of a majority interest of the Permittee's owners or majority interest of the owners; or

(c) A sale which changes the entity with ultimate control over the Permittee.

** When there are only co-equal 50/50 percent interests, any change shall be considered a change in majority interest.

12.6 Right of Entry

Upon reasonable notice, presentation of credentials and at all times in compliance with the Permittee's site safety standards, the Permittee shall allow representatives of the Commission to perform the following:

(a) to enter upon the facilities easement of the site property for the purpose of obtaining information, examining records, and conducting surveys or investigations;

(b) to bring such equipment upon the facilities easement of the property as is necessary to conduct such surveys and investigations;

(c) to sample and monitor upon the facilities easement of the property; and

(d) to examine and copy any documents pertaining to compliance with the conditions of this permit.

12.7 Proprietary Information

Certain information required to be filed with the Commission under this permit may constitute trade secret information or other type of proprietary information under the Data Practices Act or other law. The Permittee must satisfy requirements of applicable law to obtain the protection afforded by the law.

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13.0 EXPIRATION DATE

This permit shall expire (xx) years after the date this permit was approved and adopted.

14.0 SPECIAL CONDITIONS

Special conditions shall take precedence over any of the other conditions of this permit if there should be a conflict between the two.

14.1 Blanding's Turtle

The Permittee shall follow the fact sheet of recommendations for avoiding and minimizing impacts to the Blanding's turtle. The summary of recommendations for avoiding and minimizing impacts to Blanding's turtle populations, including the attached colored photocopies of the Blanding's turtles, shall be made available to all contractors and its employees. Attachment [x] contains the fact sheet recommendations and summary.

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