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BEFORE THE ARIZONA POWER PLANT AND TRANSMISSION LINE SITING COMMITTEE

IN THE MATTER OF THE APPLICATION)
OF STARWOOD SOLAR I, L.L.C., IN)
CONFORMANCE WITH THE REQUIREMENTS))
OF ARIZONA REVISED STATUTES,))
SECTIONS 40-360, et seq., FOR A))
CERTIFICATE OF ENVIRONMENTAL))
COMPATIBILITY AUTHORIZING))
CONSTRUCTION OF A 290 TO 365))
MEGAWATT SOLAR THERMAL POWER))
PROJECT AND A 500KV TRANSMISSION))
LINE ORIGINATING AT THE PLANNED))
STARWOOD SOLAR I SUBSTATION TO))
THE PLANNED AND PERMITTED DELANY))
SUBSTATION AND INCLUDING A 500KV))
TRANSMISSION LINE FROM THE))
PROPOSED STARWOOD SOLAR I))
SUBSTATION TO THE EXISTING))
HARQUAHALA GENERATING STATION))
SWITCHYARD IN MARICOPA COUNTY,))
ARIZONA.))

DOCKET NO.
L-00000MM-09-0446-00150
Case No. 150
PREHEARING
CONFERENCE

RECEIVED
2009 OCT 21 P 2:25
ARIZONA CORPORATION COMMISSION
PHOENIX, ARIZONA

At: Phoenix, Arizona
Date: October 16, 2009
Filed: **OCT 21 2009**

Arizona Corporation Commission
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REPORTER'S TRANSCRIPT OF PROCEEDINGS

ARIZONA REPORTING SERVICE, INC.
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Phoenix, Arizona 85004-1481

ORIGINAL

By: Gary W. Hill, RPR
Certified Reporter
Certificate No. 50812

Prepared for:
LINE SITING COMMITTEE

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| NO. | DESCRIPTION | MARKED | IDENTIFIED |
|-----|------------------------------|--------|------------|
| 1 | Tour Agenda and attached map | 6 | 6 |
| 2 | Proposed CEC | 9 | 9 |

1 BE IT REMEMBERED that the above-entitled matter
2 came on to be heard before the Arizona Power Plant and
3 Transmission Line Siting Committee, 1275 West Washington
4 Street, Phoenix, Arizona, commencing at 3:30 p.m., on the
5 16th day of October, 2009.

6

7

8 BEFORE: JOHN FOREMAN, Chairman

9

10 APPEARANCES:

11

12 For the Applicant:

13 JENNINGS STROUSS & SALMON, PLC
14 By: Mr. Kenneth C. Sundlof, Jr.
201 East Washington Street, 11th Floor
15 Phoenix, Arizona 85004

16

17

18

Also Present:

19

Mr. Richard H. Weiss, Director,
Starwood Solar I, L.L.C.

20

Ms. Jennifer Frownfelter, Vice President,
Environmental Planning, and Assessment, URS

21

Ms. Tara Williams,
Assistant to Chmn. Foreman

22

23

24

GARY W. HILL, RPR
Certified Reporter
Certificate No. 50812

25

1 CHMN. FOREMAN: Let's go on the record. This
2 is the prehearing conference in line siting case number
3 150, application of Starwood Solar I, LLC, for the
4 construction of a solar thermal power plant and associated
5 transmission line.

6 Let me ask you folks to identify yourselves for
7 the record, please.

8 MR. SUNDLOF: Thank you. I'm Kenneth Sundlof
9 with Jennings Strouss and Salmon, representing the
10 applicant.

11 MR. WEISS: Rich Weiss, Starwood Solar I.

12 MS. FROWNFELTER: Jennifer Frownfelter,
13 URS Corporation, environmental consultant.

14 MS. MASER: Michele Maser.

15 CHMN. FOREMAN: All right. Well, let's go
16 through our little list of things here. We have had
17 notice published and posted?

18 MR. SUNDLOF: We have.

19 CHMN. FOREMAN: Very good. We'll look forward
20 to seeing that at the hearing.

21 Do we have any people who have indicated an
22 interest in intervening?

23 MR. SUNDLOF: The only potential intervenor was
24 the Sierra Club and Tim Hogan, and Tim advised us this
25 week that he would not be intervening, but that Sandy Bahr

1 from the Sierra Club would make public comment.

2 We've been in discussions with Sandy, and I
3 think we've answered her questions and understand her
4 position; and she'll make public comment the first day of
5 the hearing.

6 CHMN. FOREMAN: Do you know whether she's going
7 to attend during the day or the evening session?

8 MR. SUNDLOF: I believe it will be the morning.

9 CHMN. FOREMAN: Okay.

10 MR. SUNDLOF: Other than that, we've had no
11 interest in intervention or any particular interest in
12 addressing the Committee.

13 CHMN. FOREMAN: Okay. Any new opposition to the
14 project?

15 MR. SUNDLOF: No new opposition.

16 CHMN. FOREMAN: Very good. You folks, I assume,
17 got a copy of the agenda?

18 MR. SUNDLOF: We did.

19 CHMN. FOREMAN: Do you have any problems with
20 the legal sufficiency of it?

21 MR. SUNDLOF: We have no problems with it.

22 CHMN. FOREMAN: Very good. Nobody for you to
23 trade summaries or exhibits with. I assume that you'll
24 have some three-ring binders for folks at the hearing.

25 MR. SUNDLOF: We are planning to do prefilled

1 testimony, and we will file it early next week and Federal
2 Express it to the Committee members, and we will have the
3 exhibits in three-ring binders.

4 CHMN. FOREMAN: Excellent. I'm still up in the
5 air about a tour, so do we have the option of a tour
6 available?

7 MR. SUNDLOF: Well, we do. We have a tour
8 agenda and map.

9 CHMN. FOREMAN: We'll make that Exhibit 1 to
10 this hearing.

11 (Exhibit 1 was marked for identification.)

12 CHMN. FOREMAN: Exhibit 1 is the tour agenda and
13 attached map.

14 So tell us a little bit about what you have
15 planned.

16 MR. SUNDLOF: There is not much out there, and
17 it would be our preference not to have the tour and not to
18 have to hire the van, the driver and all if we're not
19 going to have the tour. We will show at the hearing
20 aerial photographs. We'll also show on-ground different
21 views and some simulations, which --

22 CHMN. FOREMAN: Those would be the ones that are
23 in the application or additional ones?

24 MS. FROWNFELTER: They're the ones that are in
25 the application.

1 MR. SUNDLOF: The ones that are in the
2 application. As you can see by the map, it's farmland and
3 undeveloped land with three houses, and that's -- there's
4 not too much to see out there.

5 MR. WEISS: And a tour would take five hours.

6 MS. FROWNFELTER: Four to five. We timed it,
7 and we've done a dry run.

8 CHMN. FOREMAN: What is it, at least an hour out
9 there, right?

10 MS. FROWNFELTER: About an hour from the Wigwam.

11 CHMN. FOREMAN: All right. We'll make the
12 decision on that on the first day, probably after the
13 photographs and Google tour.

14 Are you going to have one of those?

15 MR. SUNDLOF: Well, there's no real Google tour.
16 It's just maps that we zoom in on because there's not
17 really anything to look at on Google. The only issue
18 is -- and this is fine. If we're going to have to hire a
19 van and driver, we have to give them 48 hours notice.

20 CHMN. FOREMAN: Well, we're not going to be able
21 to give you 48 hours notice.

22 MR. SUNDLOF: No, I understand.

23 CHMN. FOREMAN: But we'll do it as close as we
24 can. It sounds to me like this is something we might be
25 able to get done in two days?

1 MR. SUNDLOF: I think with prefiled testimony
2 and no intervenors, we will have the testimony done before
3 the end of the first day, and then we have the evening
4 public comment session; and then I assume deliberations
5 the second day in the morning; and we'll have the third
6 day open for whatever you want to use it for.

7 CHMN. FOREMAN: My guess is we'll probably, if
8 things go smoothly, finish the second day.

9 MR. SUNDLOF: Yes.

10 CHMN. FOREMAN: And won't use the third. But we
11 like to reserve three days in case something comes up.

12 What about the number of witnesses?

13 MR. SUNDLOF: We intend to call five witnesses,
14 and they will be the CEO of Starwood energy who is Brad
15 Norholm, the project manager who is Rich Weiss, the
16 environmental consultant who is Jennifer Frownfelter, the
17 water consultant who is Richard Henry, and a transmission
18 consultant from K. R. Saline. Those will be the five
19 witnesses.

20 CHMN. FOREMAN: I think there will be some
21 interest in water.

22 MR. SUNDLOF: Yes.

23 CHMN. FOREMAN: But I'm not sure that I see
24 anything else. I'm sorry, there will be interest in the
25 power purchase agreement situation, because I understand

1 you don't have one now.

2 MR. WEISS: That's correct.

3 MR. SUNDLOF: That's correct. And we'll be
4 addressing that in some detail in the testimony.

5 CHMN. FOREMAN: Is it likely that that status
6 will remain the same between now and the time of the
7 hearing?

8 MR. WEISS: Right.

9 MR. SUNDLOF: Yes.

10 CHMN. FOREMAN: All right. Then we'll let you
11 address that at the time of the hearing. Yes, I'm not
12 seeing more than a day's testimony unless something comes
13 up that piques a Member's interest. Member Houtz will be
14 there from the Water Department.

15 MR. SUNDLOF: Yes.

16 CHMN. FOREMAN: So he may have issues concerning
17 the groundwater usage that he'll want to talk about. But
18 I can't think of anything else that is going to be a major
19 deal.

20 You have other issues or things we need to
21 address before then?

22 MR. SUNDLOF: We have a proposed CEC.

23 (Exhibit 2 was marked for identification.)

24 MR. SUNDLOF: What we have done is we've taken
25 the conditions that you suggested, and we have two

1 conditions that we do not want to put in here; and we have
2 shown those in red-line format. One is the
3 transferability one, and we're prepared to argue that.
4 And the other is the one about natural gas lines
5 paralleling the transmission because it's not applicable.
6 There is not a natural gas line paralleling the
7 transmission.

8 CHMN. FOREMAN: There is some new language that
9 I've developed after communicating with Arizona Game and
10 Fish, and there's a paragraph 14 in this draft that refers
11 to procedures that they might -- it has language in it
12 that they feel comfortable with as far as dealing with the
13 species that are in question. I'm going to incorporate
14 this into all of the new proposed CEC conditions that I've
15 used because I did this after I gave you the proposal.

16 MR. SUNDLOF: Okay.

17 MS. FROWNFELTER: I think it's in ours.

18 CHMN. FOREMAN: Is it?

19 MR. SUNDLOF: You know, I was looking at it.

20 MS. FROWNFELTER: It looks really familiar.

21 MR. SUNDLOF: It looks very familiar.

22 MS. FROWNFELTER: I think it is in there.

23 CHMN. FOREMAN: Look at paragraph 14.

24 MS. WILLIAMS: Chairman, I think I e-mailed them
25 the new copy of the CEC conditions.

1 CHMN. FOREMAN: Oh, you did?

2 MS. WILLIAMS: So it might be in there.

3 MR. SUNDLOF: It's not 14.

4 MS. WILLIAMS: It might be bumped back one.

5 MR. SUNDLOF: Oh, it's 13.

6 CHMN. FOREMAN: That's right, because --

7 MR. SUNDLOF: So we do have it in there.

8 CHMN. FOREMAN: You've taken out 6, that's
9 right.

10 MS. FROWNFELTER: Yes.

11 CHMN. FOREMAN: Okay. So we already have that
12 hurdle dealt with. Good. Thank you, Tara.

13 And I think things should move fairly smoothly.

14 MR. SUNDLOF: The only other issue -- and I
15 notice that as I'm looking at this -- that we've changed
16 in here, is one, that we would like to have the
17 flexibility to construct the project in two phases, and we
18 will give a lot of testimony on why that is. It relates
19 to the risk profile of getting one of these done; and if
20 you break it in two parts, obviously, you've decreased the
21 risk of each part considerably.

22 And then we've asked for seven years instead of
23 five so that we would have the flexibility to be able to
24 do the two phases.

25 CHMN. FOREMAN: Now, will the phases relate to

1 both generating facilities and transmission lines or just
2 generating facilities?

3 MR. SUNDLOF: No, the first phase will be 145
4 megawatts which is the single 145 turbine, and then you
5 would have the mirrors and other infrastructure to support
6 that.

7 The transmission, of course, would have to be
8 built at that time. And so the second phase would then
9 come in and just attach to existing transmission.

10 CHMN. FOREMAN: And the transmission that you're
11 talking about deals not only with an interconnect to the
12 Harquahala station but also to Delany, correct?

13 MR. SUNDLOF: Yes.

14 CHMN. FOREMAN: So you're talking about two
15 wires and three potential choices for one of the wires?

16 MR. SUNDLOF: Yes. The segment from the
17 switchyard to Delany is relatively short. The other one
18 is several miles, and we have three alternative routes to
19 get to Delany.

20 MS FROWNFELTER: The segment to Harquahala is
21 relatively short. You said Delany.

22 MR. WEISS: Yeah, you said Delany.

23 MR. SUNDLOF: Yeah, the one to Harquahala is
24 just a mile.

25 MR. WEISS: It's just down the middle of the

1 property. The other one is four miles.

2 CHMN. FOREMAN: All right. Anything else?

3 MR. SUNDLOF: To answer your question, the
4 transmission probably would not need the seven years. It
5 would just be the second phase of the actual --

6 MR. WEISS: Construction.

7 MR. SUNDLOF: -- plant and site.

8 MS. FROWNFELTER: I would think that's true for
9 Delany, but we may want the full seven years for the
10 connection to Harquahala.

11 MR. SUNDLOF: Yeah. But that's all on project
12 land.

13 CHMN. FOREMAN: Well, does the project land abut
14 the land for the Harquahala?

15 MR. WEISS: The separation is Thomas Road.
16 There is one -- I don't know if it's a real road there.
17 It's just designated as a road.

18 CHMN. FOREMAN: So there would have to be some
19 sort of overhang or you would go over the road?

20 MR. SUNDLOF: Well, there is no road there
21 actually now. It's just a designation of a possible
22 future road. There's no dedication or anything, I don't
23 believe; is that right?

24 MS. FROWNFELTER: Not at present, but --

25 CHMN. FOREMAN: You're not going to be sticking

1 a pole in the middle of what might be Thomas Road someday?

2 MR. SUNDLOF: No.

3 MR. WEISS: No. They cover -- the 500kV covers
4 a pretty long span, so --

5 CHMN. FOREMAN: Okay. All right. I don't see a
6 problem. Any other things we need to be on the lookout
7 for?

8 MR. SUNDLOF: That is it.

9 CHMN. FOREMAN: Well, we're going to be busy
10 next week, and then we're going to be busy for this. So
11 hopefully we can get this thing corraled in a couple days.

12 MR. SUNDLOF: That would be nice.

13 CHMN. FOREMAN: Very good. Thank you, folks.

14 MR. SUNDLOF: Okay. Thank you very much.

15 (The hearing concluded at 3:45 p.m.)

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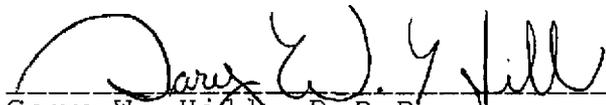
25

1 STATE OF ARIZONA)
) ss.
 2 COUNTY OF MARICOPA)

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I, GARY W. HILL, R.P.R., Certified Reporter
 No. 50812, for the State of Arizona, do hereby certify
 that the foregoing printed pages constitute a full, true
 and accurate transcript of the proceedings had in the
 foregoing matter, all done to the best of my skill and
 ability.

WITNESS my hand this 19th day of October,
 2009.



 Gary W. Hill, R.P.R.
 Certified Reporter, No. 50812

EXHIBITS

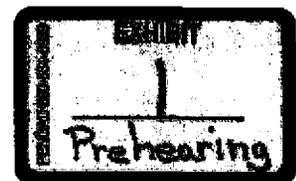
**Starwood Solar I Power Plant and Transmission Line Project
L-00000MM-09-0446-00150**

Facility Site Tour Protocol and Schedule

- Committee members attending the site tour will gather in front of the Wigwam Resort at 8:30 a.m. on October 27, 2009.
- The tour will begin promptly at 9:00 a.m. and is expected to take between 4 and 5 hours, arriving back at the Wigwam Resort between 1:00 and 2:00 p.m.
- Committee members will ride in the van driven by Detours of Arizona.
- One pilot vehicle will lead with the van following. Additional vehicles are welcome to follow on their own.
- Pilot vehicle driver will collect signed waivers from van passengers before leaving the Wigwam Resort.
- A cooler of water/beverages and light snacks will be provided in the tour van and lead vehicle.
- The lead vehicle and van may pull off the road at any of the designated stops. It is suggested for safety reasons that everyone remain in their vehicles at these stops. If stops are made, use particular care when re-entering any roadway.
- A rest stop will be made along Interstate 10 (I-10) before the site tour begins (Stop 1), and after it ends (Stop 7). The rest stop is located approximately 4 miles east of Salome Highway/Harquahala Valley Road (Exit 81). There are no other potential rest stops between Stop 1 and Stop 7. Please let the van driver know if additional rest stops are needed.
- Lunch will not be provided; however, it is anticipated that at the end of the tour (at approximately 12:00 p.m.), there will be a rest stop at Tonopah Joe's Family Restaurant and convenience store, located at the 411th Avenue exit on I-10 (not shown on map).
- After visiting the restaurant/convenience store, the van will return to the Wigwam Resort.

Witnesses on the Tour

- Richard Weiss/Starwood Solar I
- Jennifer Frownfelter/URS Corporation



Facility Site Tour

1. **Stop 1** – This point is the rest stop on the north side of I-10 (westbound). This point is northeast of the proposed solar generating facility site. The Harquahala Generating Station is located to the southwest of this point, but is not visible due to the raised grade of I-10. This stop will have restroom facilities available.
2. **Stop 2** – This point is at the southern boundary of the proposed solar generating facility site, at the intersection of 491st Avenue and Thomas Road. This point is near the Harquahala Generating Station and 500 kilovolt Hassayampa-Harquahala transmission line. A proposed transmission line would connect the Starwood Solar I substation with Harquahala Generating Station at this location. State Trust land is located southeast of this point, and the remaining surrounding land is privately owned.
3. **Stop 3** – This point is located at 491st Avenue and Indian School Road. This location is where the power block and substation would be located, and from which the proposed transmission lines to Delany substation (toward the east and south) and Harquahala Generating Station (toward the south) would originate. The Hassayampa-Harquahala transmission line is visible to the south and southeast. The Saddleback Flood Retarding Structure (FRS) is located approximately 1.5 miles east and is somewhat visible. The tour will cross the FRS between this point and the next stop.
4. **Stop 4** – This point is located on the Salome Highway at the alignment of Indian School Road. Indian School Road is only developed to the east of this point. This location is where the Preferred Route would turn southeast and parallel the Salome Highway. The proposed Alternative Route 1 would continue east of this point for approximately 1 mile then turn south (at Stop 5). The Hassayampa-Harquahala transmission line is visible to the south and southwest. The 500 kilovolt Palo Verde-Devers transmission line is visible to the east. State Trust land is located northeast of this point, and the remaining surrounding land is privately owned.
5. **Stop 5** – This point is located on the Indian School Road alignment at approximately the 459th Avenue alignment, approximately 1 mile north of the Delany substation site. This point is where Alternative Route 1 would turn south and parallel the Palo Verde-Devers transmission line (visible one-half mile east). State Trust land is located to the northwest, and the remaining surrounding land is privately owned. The Hassayampa-Harquahala transmission line is visible to the south from this point.
6. **Stop 6** – This point is located on the Salome Highway at approximately the Thomas Road alignment, approximately 0.25 mile west of the Delany substation site. This point is south of where the Preferred Route would turn east (away from the Salome Highway) to the Delany substation. This point is located near the Hassayampa-Harquahala and Palo Verde-Devers transmission lines. State Trust land is located to the south and land to the north is privately owned.
7. **Stop 7** – This point is the rest stop on the south side of I-10 (eastbound). This point is northeast of the proposed solar generating facility site. The Harquahala Generating Station is visible to the southwest of this point. This stop will have restroom facilities available.

STARWOOD VAN TOUR WAIVER AND RELEASE

In consideration of being permitted to engage in the van tour of the Starwood Solar I site being provided by DETOURS OF ARIZONA, the undersigned acknowledges that the tour will involve both on and off highway travel. The undersigned further acknowledges that all automotive travel contains inherent risks that could result in personal injury and death, and/or damage to personal property, and accepts and assumes these risks.

The undersigned further acknowledges that URS Corporation has only provided reservation services for the tour and has no control over the acts, errors, omissions or willful misconduct of DETOURS OF ARIZONA or any other third party, and, as such, the undersigned, on behalf of himself or herself and on behalf of his or her heirs, assigns, executors, administrators, personal representative, insurers and attorneys, hereby agrees to assume all risk of injury, death or loss of or damage to property and agrees to not hold responsible or to bring any legal action or claim against URS Corporation. The undersigned also agrees to fully release URS Corporation from any claim or damage sustained by the undersigned as a result of the tour.

Printed Name

Signature

Date

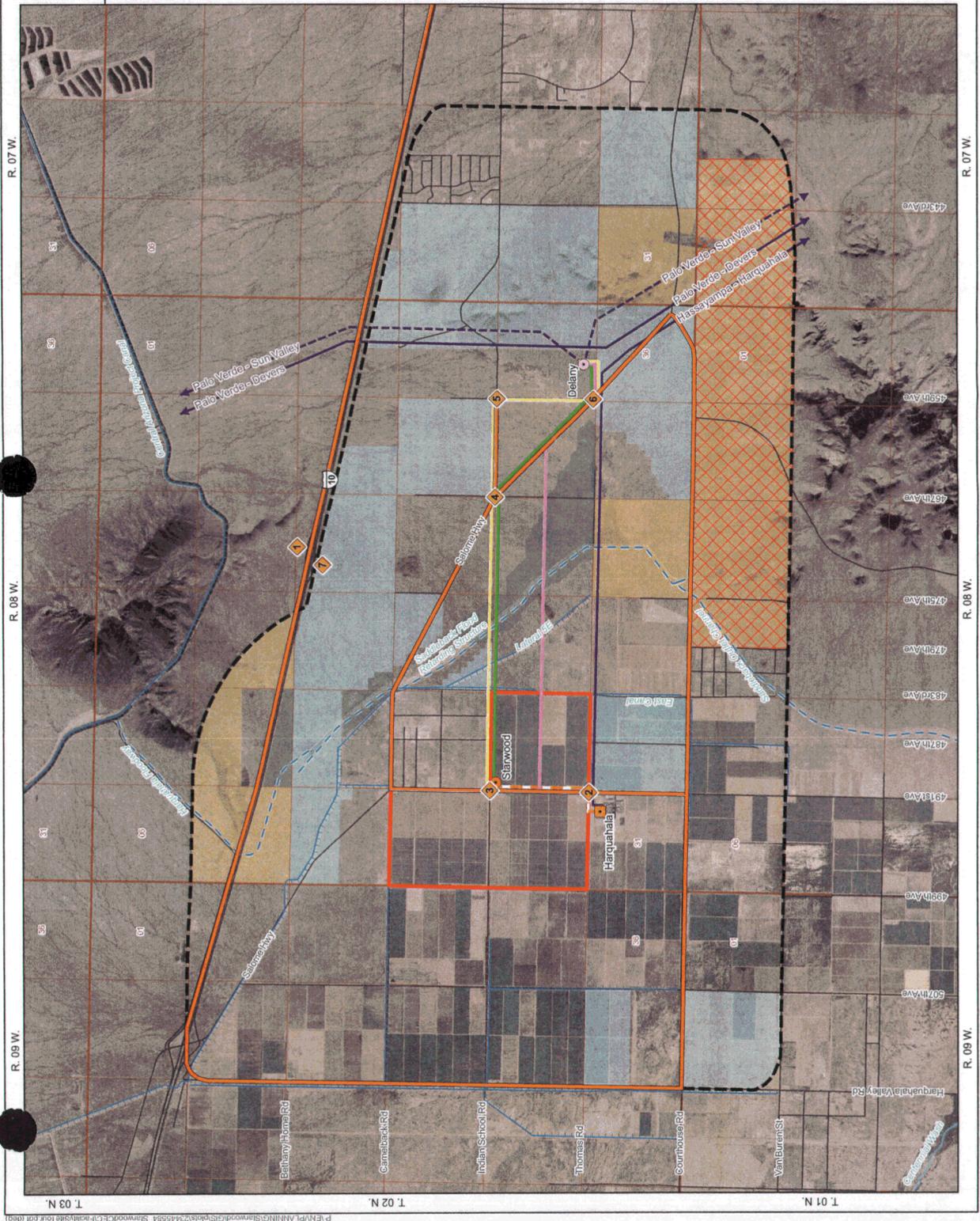
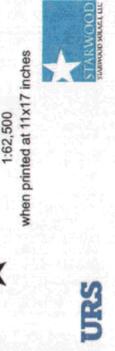
Facility Site Tour

Starwood Solar I

- Legend**
- Starwood Solar I Boundary
 - Starwood Solar I Project Study Area
 - Route Tour
 - Driving Route
 - Reference Location and Number
 - Transmission Lines**
 - 500KV Existing
 - 500KV Approved
 - Preferred Route
 - Alternative Route 1
 - Alternative Route 2
 - Connection to Harquahala Substation
 - Surface Management**
 - Bureau of Land Management (BLM)
 - State Trust Land
 - Flood Control District of Maricopa County
 - Private
 - Special Recreation Management Area (SRMA)**
 - General Features**
 - Township and Range Boundary
 - Section Boundary
 - Road
 - River/Stream
 - Canal
 - Flood Control Structure
- Substations**
- 500KV Proposed
 - 500KV Existing
 - 500KV Approved

Note: Parallel transmission routes are shown separated, but alignment presumes a common centerline; specific right-of-way to be determined.

Source:
 Base Map: ALRIS 1997 - 2008, ADOT 2009
 SRMA: BLM 2009, FEMA 2005, MAG 2005
 Harquahala Substation: URS 2009
 Transmission Line Alternatives: URS 2009
 Surface Management: ALRIS 2008, ELM 2006, MAG 2008
 Energy Data: K.R. Saline and Associates PLC 2008
 Burns and Roe Enterprises, Inc. 2009
 Project Site: URS 2009
 Imagery: ARIA IMAIP 2007





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**BEFORE THE ARIZONA POWER PLANT
AND TRANSMISSION LINE SITING COMMITTEE**

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IN THE MATTER OF THE APPLICATION OF
STARWOOD SOLAR I, L.L.C., IN
CONFORMANCE WITH THE
REQUIREMENTS OF ARIZONA REVISED
STATUTES, SECTIONS 40-360, et seq.,
FOR A CERTIFICATE OF
ENVIRONMENTAL COMPATIBILITY
AUTHORIZING CONSTRUCTION OF A 290
TO 365 MEGAWATT SOLAR THERMAL
POWER PROJECT AND A 500KV
TRANSMISSION LINE ORIGINATING AT
THE PLANNED STARWOOD SOLAR I
SUBSTATION TO THE PLANNED AND
PERMITTED DELANY SUBSTATION AND
INCLUDING A 500KV TRANSMISSION
LINE FROM THE PROPOSED STARWOOD
SOLAR I SUBSTATION TO THE EXISTING
HARQUAHALA GENERATING STATION
SWITCHYARD IN MARICOPA COUNTY,
ARIZONA.

Docket No. L-00000MM-09-0446-00150

Case No. 150



CERTIFICATE OF ENVIRONMENTAL COMPATIBILITY

Pursuant to notice given as provided by law, the Arizona Power Plant and
Transmission Line Siting Committee (the "Committee") held public hearings on
October 26, 27, and 28, 2009 in Phoenix, Arizona, all in conformance with the
requirements of Arizona Revised Statutes ("A.R.S.") §§ 40-360, et seq., for the
purpose of receiving evidence and deliberating on the Application of Starwood Solar
I, L.L.C. ("Applicant") for a Certificate of Environmental Compatibility ("Certificate")
in the above-captioned case (the "Project").

The following members and designees of members of the Committee were
present at one or more of the hearings for the evidentiary presentations and/or for
the deliberations:

[insert names of members and designees of members]

1 The Applicant was represented by Kenneth C. Sundlof, Jr. of the law firm of
2 Jennings, Strouss & Salmon, P.L.C.

3 No parties requested intervention in this proceeding.

4 At the conclusion of the hearings, the Committee, having received the
5 Application, the appearances of the parties, the evidence, testimony and exhibits
6 presented at the hearings, and being advised of the legal requirements of A.R.S. §§
7 40-360 to 40-360.13, upon motion duly made and seconded, voted to grant
8 the Applicant this Certificate of Environmental Compatibility (Case No. 150) for the
9 Project as set forth in the Application.

10 The Project consists of a solar thermal electric generating facility and 500 kV
11 transmission structures and an on-site substation The Solar Generation will be
12 located on approximately 1,900 acres of land located in Maricopa County on the
13 Southwest corner of 491st Avenue and Salome Highway, and the Transmission will
14 interconnect the Solar Generation to the transmission system at the approved APS
15 Delany Substation (Case No. 128). A new substation (Starwood Solar I) would be
16 built, converting from 13.8kV to 500kV near the power block at the inside corner of
17 the "L" approximately at 491st Avenue and Indian School Road.

18 The Project also will include a single circuit 500kV transmission line from the
19 Project to the approved APS Delany Substation and a 500 kV line from the Project
20 Switchyard to the Harquahala Substation. A 500kV transmission line would be
21 constructed beginning at the Starwood Solar I Substation near the intersection of
22 491st Avenue and Indian School Road in Section 29, Township 2 North, Range 8
23 West. From there, the transmission line would extend east and parallel the Indian
24 School Road alignment, crossing 2 irrigation canals and the Saddleback Flood
25 Retarding Structure (FRS) until reaching the Salome Highway, Section 26, Township
26 2 North, Range 8 West. The transmission line would turn southeast and parallel the
27 Salome Highway until almost reaching the Thomas Road alignment, Section 25,

1 Township 2 North, Range 8 West. At this point, the transmission line would turn east
2 toward and continue to the Delany Substation, Section 25, Township 2 North, Range
3 8 West.

4 The 500kV line to the existing Harquahala Generating Station would begin at
5 the Starwood Solar I Substation that would be located near the intersection of 491st
6 Avenue and Indian School Road in Section 29, Township 2 North, Range 8 West.
7 From there, the transmission line would extend south to Thomas Road, Section 32,
8 Township 2 North, Range 8 West. At this point, the transmission line turns west and
9 parallels Thomas Road for a short distance before turning south into the Harquahala
10 Switchyard.

11 This Certificate is granted upon the following conditions:

12 **CONDITIONS**

13 This Certificate is granted upon the following conditions:

14 1. The Applicant shall obtain all approvals and permits required by the
15 United States, the State of Arizona, the County of Maricopa, and any other
16 governmental entities having jurisdiction necessary to construct the Project.

17 2. The Applicant shall comply with all existing applicable statutes,
18 ordinances, master plans and regulations of the United States, the State of Arizona,
19 the County of Maricopa, and any other governmental entities having jurisdiction
20 during the construction and operation of the solar generating facility and
21 transmission line.

22 3. If any archaeological, paleontological or historical site or object that is
23 at least fifty years old is discovered on state, county or municipal land during the
24 construction or operation of the solar generating facility and transmission line, the
25 Applicant or its representative in charge shall promptly report the discovery to the
26 Director of the Arizona State Museum, and in consultation with the Director, shall
27 immediately take all reasonable steps to secure and maintain the preservation of the

1 discovery as required by A.R.S. § 41-844.

2 4. If human remains and/or funerary objects are encountered on private
3 land during the course of any ground-disturbing activities relating to the construction
4 or operation of the solar generating facility and transmission line, the Applicant shall
5 cease work on the affected area of the Project and notify the Director of the Arizona
6 State Museum as required by A.R.S. § 41-865.

7 5. The Applicant shall comply with the notice and salvage requirements of
8 the Arizona Native Plant Law (A.R.S. §§ 3-901 et seq.) and shall, to the extent
9 feasible, minimize the destruction of native plants during the construction and
10 operation of the solar generating facility and transmission line.

11 ~~6. The Applicant shall not assign this Certificate or its interest in the~~
12 ~~Project authorized by this Certificate without prior approval of the Commission. Any~~
13 ~~assignment of this Certificate shall require the assignee to assume all responsibilities~~
14 ~~of the Applicant listed in this Certificate.~~ [APPLICANT OPPOSES THIS CONDITION]

15 6. This authorization to construct this Project (which may be constructed in
16 two phases) shall expire unless the solar generating facility and transmission line is
17 capable of operation within five-seven years from the date the Certificate is approved
18 by the Commission. However, prior to expiration, the Applicant or its assignees may
19 request that the Commission extend this time limitation.

20 7. In the event that the Project requires an extension of the term of this
21 Certificate prior to completion of construction, Applicant shall use reasonable means
22 to notify all landowners and residents within one mile of the Project corridor
23 [location], all persons who made public comment at this proceeding, and all parties
24 to this proceeding of the request and the date, time and place of the hearing in
25 which the Commission will consider the request for extension.

26 8. The Applicant shall make every reasonable effort to identify and correct,
27 on a case-specific basis, all complaints of interference with radio or television signals

1 from operation of the transmission lines and related facilities addressed in this
2 Certificate. The Applicant shall maintain written records for a period of five years of
3 all complaints of radio or television interference attributable to operation, together
4 with the corrective action taken in response to each complaint. All complaints shall
5 be recorded to include notations on the corrective action taken. Complaints not
6 leading to a specific action or for which there was no resolution shall be noted and
7 explained. Upon request, the written records shall be provided to the Staff of the
8 Commission.

9 9. Within 120 days of the Commission decision granting this Certificate,
10 Applicant will post signs in public rights-of-way giving notice of the Project corridor to
11 the extent authorized by law. The Applicant shall place signs in prominent locations
12 at reasonable intervals such that the public is notified along the full length of the
13 transmission line until the transmission structures are constructed. To the extent
14 practicable, within 45 days of securing easement or right-of-way for the Project, the
15 Applicant shall erect and maintain signs providing public notice that the property is
16 the site of a future transmission line. Such signage shall be no smaller than a normal
17 roadway sign. The signs shall advise:

- 18 (a) That the site has been approved for the construction of Project
19 facilities;
- 20 (b) The expected date of completion of the Project facilities;
- 21 (c) A phone number for public information regarding the Project;
- 22 (d) The name of the Project;
- 23 (e) The name of the Applicant; and
- 24 (f) The website of the Project.

25 10. Applicant, or its assignee(s), shall design the transmission lines to
26 incorporate reasonable measures to minimize impacts to raptors.

27

1 11. Applicant, or its assignee(s), shall use non-specular conductors and
2 non-reflective surfaces for transmission line structures.

3 12. Before construction on this Project may commence, the Applicant shall
4 file a construction mitigation and restoration plan ("Plan") with ACC Docket Control.
5 Where practicable, the Plan shall specify the Applicant's plans for construction access
6 and methods to minimize impacts to wildlife and to minimize vegetation disturbance
7 outside of the Project right-of-way particularly in drainage channels and along
8 stream banks, and shall re-vegetate, unless waived by the landowner, native areas
9 of construction disturbance to its preconstruction state outside of the power-line
10 right of way after construction has been completed. The Plan shall specify the
11 Applicant's plans for coordination with the Arizona Game and Fish Department and
12 the State Historic Preservation Office. The Applicant shall use existing roads for
13 construction and access where practicable and the Plan shall specify the manner in
14 which the Applicant makes use of existing roads.

15 13. Applicant shall follow any published guidelines adopted by the Arizona
16 Game and Fish Department or the United States Fish and Wildlife Service for
17 handling contacts during the construction and operation of the Project with any
18 species designated as endangered. Applicant also shall follow any published and
19 adopted guidelines for handling contacts with any species of greatest conservation
20 need as designated by the Arizona Game and Fish Department. If no published and
21 adopted guidelines exist, the Applicant shall use reasonable care to avoid any harm
22 to individuals of the designated species. If the avoidance of harm to individuals is not
23 possible, the Applicant shall contact the Arizona Game and Fish Department and the
24 United States Fish and Wildlife Service to obtain any appropriate permits and
25 guidance for removing the individual members of the species contacted from the
26 area of the Project.

27

1 14. With respect to the Project, Applicant shall participate in good faith in
2 state and regional transmission study forums to coordinate transmission expansion
3 plans related to the Project and to resolve transmission constraints in a timely
4 manner.

5 15. The Applicant shall provide copies of this Certificate to [all affected
6 governmental entities, e.g., affected cities and counties, the Arizona State Land
7 Department, the State Historic Preservation Office, and the Arizona Game and Fish
8 Department].

9 16. Prior to the date construction commences on this Project, the Applicant
10 shall provide known homebuilders and developers within one mile of the center line
11 of the Certificated route [power plant] the identity, location, and a pictorial depiction
12 of the type of power line [plant] being constructed, accompanied by a written
13 description, and encourage the developers and homebuilders to include this
14 information in the developers' and homebuilders' homeowners' disclosure
15 statements.

16 ~~18. Before commencing construction of Project facilities located parallel to~~
17 ~~and within 100 feet of any existing natural gas or hazardous liquid pipeline, the~~
18 ~~Applicant shall:~~

19 ~~(a) Perform the appropriate grounding and cathodic protection studies~~
20 ~~to show that the Project's location parallel to and within 100 feet of such pipeline~~
21 ~~results in no material adverse impacts to the pipeline or to public safety when both~~
22 ~~the pipeline and the Project are in operation. If material adverse impacts are noted~~
23 ~~in the studies, Applicant shall take appropriate steps to ensure that such material~~
24 ~~adverse impacts are mitigated. Applicant shall provide to Commission Staff and file~~
25 ~~with Docket Control reports of studies performed; and~~

26 ~~(b) Perform a technical study simulating an outage of the Project that~~
27 ~~may be caused by the collocation of the Project parallel to and within 100 feet of the~~

~~existing natural gas or hazardous liquid pipeline. This study should either: i) show that such outage does not result in customer outages; or ii) include operating plans to minimize any resulting customer outages. Applicant shall provide a copy of this study to Commission Staff and file it with Docket Control.~~ [NOT APPLICABLE]

17. Applicant will follow the most current Western Electricity Coordinating Council/North American Electric Reliability Corporation Planning standards as approved by the Federal Energy Regulatory Commission, and National Electrical Safety Code construction standards.

18. The Applicant shall submit a self-certification letter annually, identifying progress made with respect to each condition contained in the Certificate, including which conditions have been met. Each letter shall be submitted to the Docket Control of the Arizona Corporation Commission on [date not less than 180 nor more than 365 days after approval of the CEC by the Committee]. Attached to each certification letter shall be documentation explaining how compliance with each condition was achieved. Copies of each letter along with the corresponding documentation shall be submitted to the Arizona Attorney General and Department of Commerce Energy Office. The requirement for the self-certification shall expire on the date the Project is placed into operation.

19. Within sixty (60) days of the Commission decision granting this Certificate, the Applicant shall make good faith efforts to commence discussions with private landowners, on whose property the Project corridor is located, to identify the specific location for the Project's right-of-way and placement of poles.

20. The Applicant shall expeditiously pursue reasonable efforts to work with private landowners on whose property the Project right-of-way will be located, to mitigate the impacts of the location, construction, and operation of the Project on private land.

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FINDINGS OF FACT AND CONCLUSIONS OF LAW

This Certificate incorporates the following findings of fact and conclusions of law:

1. The Project aids the state in meeting the need for an adequate, economical and reliable supply of renewable electric power.
2. The conditions placed on the Project in the CEC by the Committee effectively minimize the impact of the Project on the environment and ecology of the state.

The Project is in the public interest because the Project's contribution to meeting the need for an adequate, economical and reliable supply of renewable electric power outweighs the minimized impact of the Project on the environment and ecology of the state.