State of Rhode Island and Providence Plantations
A. Ralph Mollis
Secretary of State

Rules and Regulations Filing Form

1. Agency Name and Address
Public Utilities Commission
89 Jefferson Blvd., Warwick

2. Title of Rule
Rules and Regulations Governing the Review of a Utility Scale Offshore Wind Project as Described in § 39–26.1–8

3. Statutory Source of Authority
R.I.G.L. §§ 39–26.1–8 and § 42–35–3

4. Concise Explanatory Statement – §42–35–2.3
To govern the proceedings before the Public Utilities Commission to review an application by a Developer certified by the State to develop a utility–scale offshore wind farm.

5. Type of Filing

Emergency Rules

A1. Emergency 120–day initial – §42–35–3(b)
☐ Adoption
☐ Amendment of ERLID:
☐ Repeal of ERLID:

A2. Emergency 90–day renewal – §42–35–3(b)
☐ Adoption
☐ Amendment
Indicate ERLID of 120–day initial:

Brief Statement of Reason for Finding Imminent Peril §42–35–3(b)(2):

Final Rules

☐ B1. Amendment ☑ B2. Adoption ☐ B3. Repeal ☐ C. Technical Revision

Supersedes ERLID: Repeals ERLID: Expires ERLID:

If B1 or C, please indicate new, amended, deleted, or revised sections:

6. Notice and Hearing Information
Date of Public Notice – §42–35–3(a)(1):01/21/2010
Date of Public Hearing – §42–35–3(a)(2):03/01/2010
End of Comment Period:03/01/2010

7. Agency Additional Information – Web Page
http://www.ripuc.org/eventsactions/docket/4139page.html .

8. Certification

I hereby certify that the attached rules and regulations were adopted in accordance with the Administrative Procedures Act (42–35) and that they are true copies of this Department, attest,

Luly E. Massaro
Name

Commission Clerk
Title

Patricia Lucarelli
Notary Public my commission expires 1/27/14

Subscribed and sworn before me
this 18th day of March, 2010

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STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
PUBLIC UTILITIES COMMISSION

RULES AND REGULATIONS GOVERNING THE REVIEW OF A UTILITY SCALE OFFSHORE WIND PROJECT AS DESCRIBED IN R.I.G.L. § 39-26.1-8

Date of Notice:	January 21, 2010
Date of Public Hearing:	March 1, 2010
Effective Date:	April 7, 2010

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1.0 Authority

These regulations are promulgated by the Rhode Island Public Utilities Commission pursuant to R.I.G.L. §§ 39-26.1-8 and 42-35.

2.0 Purpose of Regulations

2.1 The purpose of these Regulations is to govern the proceedings before the Rhode Island Public Utilities Commission to review an application by a Developer certified by the State to develop a utility-scale offshore wind farm.

2.2 To the extent not specifically addressed in these Regulations, the Commission's Rules of Practice and Procedure shall govern the proceedings before the Commission.

3.0 Definitions

3.1 Applicant means a Developer filing with the Commission for an Order requiring the Electric Distribution Company to enter into a Long-term Contract with the Developer.

3.2 Commission means the Rhode Island Public Utilities Commission.

3.3 Developer means an entity certified by the Department of Administration to develop a Utility-Scale Offshore Wind Farm.

3.4 Division means the Rhode Island Division of Public Utilities and Carriers.

3.5 Electric Distribution Company means a company defined in R.I.G.L. § 39-1-2(12), supplying standard offer service to end-use customers, but not including the Block Island Power Company or Pascoag Utility District.

3.6 Long-Term Contract means a contract of ten (10) to fifteen (15) years in duration, or of a term greater than fifteen (15) years upon approval of the Commission.

3.7 OER means the Rhode Island Office of Energy Resources.

3.8 Party or Parties includes the Applicant, the Electric Distribution Company, the Division, OER and intervenors as defined by the Commission's Rules of Practice and Procedure.

3.9 Utility-Scale Offshore Wind Farm means a wind power project located offshore in the waters of Rhode Island or adjacent federal waters of at least one hundred (100) megawatts but not more than one hundred fifty (150) megawatts, as defined in R.I.G.L. § 39-26.1-2(7).

4.0 Filing Requirements and Service

4.1 Unless otherwise modified in this Section 4.0, the formal requirements as to filings and service set forth in Rules 1.5 and 1.7 of the Commission's Rules of Practice and Procedure shall apply.

4.2 All graphs, charts, photographs, or other documents originally produced in color shall be provided in hard copy to the Commission in color.

4.3 All filings, including Discovery responses, made by any Party shall be provided in electronic format, as a PDF, to all members of the official Service List maintained by the Commission Clerk with no further requirement that hard copies be provided to a Party unless requested by

the Party. However, an original and nine (9) hard copies shall be filed with the Commission Clerk. All hard copies, except for color copies, shall be double-sided.

4.4 The Application shall be filed with the Commission with copies to the Electric Distribution Company, the Division, OER, the Rhode Island Department of Administration, the Economic Development Corporation, and the Attorney General on the same day.

4.5 For purposes of determining the timeliness of a filing with the Commission, a document is received at the time the hard copy is date stamped with the Commission.

4.6 In the event an attachment to a Data Request exceeds fifty pages when double-sided, Counsel for the Party shall contact Commission Legal Counsel to determine whether nine (9) hard copies of the attachment will be required and if not, the preferred format of delivery.

4.7 Any data request that seeks worksheets with formulae intact shall be provided in Excel format.

5.0 Intervention

5.1 The Electric Distribution Company, Division and OER shall be mandatory Parties to the proceedings covered by these Rules and shall simply notify the Commission Clerk of their respective attorney's contact information.

5.2 State Agencies seeking intervention may file a Notice of Intervention by the Intervention Deadline setting forth the interest of the State Agency and the level of involvement sought by the State Agency.

5.3 For all others seeking intervention, Section 1.13 of the Commission's Rules of Practice and Procedure shall apply.

6.0 Application

6.1 The application shall contain the following information:

6.1.1 A complete description of the proposed project.

6.1.2 A description of the legal entity that will enter into a Long-Term Contract on behalf of the Applicant.

6.1.3 The proposed term of the Long-Term Contract.

6.1.4 A list of each permit or license that will be required and the identity of the agency responsible for such permitting or licensing.

6.1.5 A time line for permitting, licensing, and construction.

6.1.6 The status of application for each permit or license.

6.1.7 A copy of all filings made with state and federal regulatory agencies related to the proposed project.

6.1.8 Evidence of material progress toward obtaining real property rights (site control).

6.1.9 Details regarding a proposed transmission line to the mainland.

6.1.10 All interconnection filings made with any entity related to the proposed project.

6.1.11 Projected electrical energy production profiles.

6.1.12 A proposed initial term sheet for a long-term contract between the Applicant and the Electric Distribution Company, which shall consist of the essential terms that the Applicant expects to be included in a draft Long-Term Contract that would be subject to negotiation with the Electric Distribution Company.

6.1.13 Pricing projected under the Long-Term Contract being sought, including prices for all market products that would be sold under the proposed Long-Term Contract, subject to any contract negotiations between the Applicant and the Electric Distribution Company.

6.1.14 Economic justification for the proposal, including projection of market prices over the term of the proposed Long-Term Contract.

6.1.15 A description of the economic benefits to Rhode Island, including the creation of jobs in Rhode Island.

6.1.16 A description of the potential risks of the project to ratepayers in the State of Rhode Island.

6.1.17 A description of binding legal commitments relative to the creation of jobs in Rhode Island and any other economic benefits to Rhode Island.

6.1.18 The Applicant's business plan for the project including forecasts of all expenses and revenues from the proposed project.

6.1.19 The Applicant's plan to finance the proposed project and any material progress made toward financing the plan.

6.2 Pre-Filed Testimony from an officer of the Applicant's company sponsoring the Application and explaining the specifics of the project, including the economic benefits of the project to ratepayers and the State of Rhode Island, and the potential risks of the project to the ratepayers. If the officer of the Applicant's company is not qualified to discuss specific issues, the Application shall include Pre-Filed Testimony of a witness so qualified.

7.0 Discovery

7.1 Discovery shall be governed by the Commission's Rules of Practice and Procedure.

8.0 Motions

8.1 The filing of Motions shall be governed by the Commission's Rules of Practice and Procedure

9.0 Public Records

9.1 All documents submitted by the Parties will be considered public documents under the Access to Public Records Act, R.I.G.L. § 38-2-1 unless such documents are protected from release by one of the exceptions set forth in R.I.G.L. § 38-2-2 and/or granted protection from disclosure by the Commission.

9.2 All requests for confidential treatment shall be made in accordance with Rule 1.2(g) of the Commission's Rules of Practice and Procedure.

10.0 Hearings and Briefs

10.1 Hearings shall be governed by Rules 1.20, 1.21, 1.22, 1.23, and 1.25 of the Commission's Rules of Practice and Procedure.

10.2 Briefs shall be governed by Rule 1.25 of the Commission's Rules of Practice and Procedure.

11.0 Assessment of Expenses

11.1 Responsibility – An Applicant shall be charged with and shall pay the reasonable costs of consultants or counsel that may be hired by the Commission and the Division for the proceeding, up to $100,000 for the Commission and $100,000 for the Division, respectively.

12.0 Final Order on Application

12.1 The Commission shall determine through issuance of a final order within eight (8) months from the filing of the Application, whether the proposal is in the best interests of the electric distribution customers in Rhode Island.

12.2 The Commission may require changes to the Applicant's proposal as a condition to a Long-Term Contract as the Commission determines are just and reasonable.

12.3 If the Commission determines that the proposal is in the best interests of the electric distribution customers in Rhode Island, the Commission shall require the Electric Distribution Company to negotiate a commercially reasonable Long-Term Contract with the Applicant wherein the Electric Distribution Company agrees to purchase the entire output from the proposed project, unless otherwise authorized by the Commission.

12.3.1 In determining whether the proposal is in the best interests of electric distribution customers, the Commission will consider the following factors:

12.3.1.1 The economic impact and potential risks of the proposal on rates to be charged by the Electric Distribution Company;

12.3.1.2 The potential benefits of stabilizing long-term energy prices;

12.3.1.3 Any other factor the Commission determines necessary to be in the best interest of the ratepayers.

12.4 To the extent the Application cites significant economic benefits to Rhode Island that require commitments from the Applicant outside of the Long-Term Contract to achieve such benefits, and those economic benefits are ultimately relied upon by the Commission in authorizing a Long-Term Contract to be negotiated, the Commission may require that appropriate legally binding commitments be made by the Applicant as a condition to a

Long-Term Contract, unless the Commission finds that such commitments are not necessary.

13.0 Filing of a Contract

13.1 Within three (3) months from the issuance of the Commission's written Order, the Applicant and Electric Distribution Company shall file a proposed Long-Term Contract for review by the Commission.

13.2 If the Parties are unable to reach agreement on a Long-Term Contract within three (3) months, the Applicant and Electric Distribution Company shall jointly file with the Commission the terms upon which they can agree and the terms upon which they cannot agree and their respective positions on whether or not the terms upon which they cannot agree are appropriate for arbitration. The Commission will then determine whether or not to order arbitration.

13.3 Once the terms of the Long-Term Contract are finalized between the Applicant and the Electric Distribution Company, the Long-Term Contract shall be filed with the Commission for its review.

13.4 The Commission shall review the Long-Term Contract to determine whether or not it is in the best interests of the electric distribution customers in Rhode Island.

14.0 Legal Ramifications of the Application Process

14.1 The Application Process set forth in Rules 1.0 through 12.3 does not convey a legal entitlement to the Applicant to a Long-Term Contract.

14.2 The Commission will review both the Application and the proposed Long-Term Contract to determine whether or not each is in the best interests of the electric distribution customers in Rhode Island.

15.0 Severability

If any part of these Rules is found to be invalid by a court of competent jurisdiction or its application to any person or circumstances is held invalid by a court of competent jurisdiction or through a change in State law or Federal preemption, the invalidity does not affect other provisions or applications of the Rules which can be given effect without the invalid provision or application, and to this end, the provisions of these Rules are severable.

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