

Industrial Siting Division Jurisdictional Meeting
Required Information

Project Name	Chokecherry and Sierra Madre Wind Energy Project
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Project Description	Exhibit A
Project Schedule	Exhibit A (§ 3.1, p. 14)
Project Location Map	Exhibit B (also Ex. A, Fig. 1-2, p. 6)
Preliminary Site Plan and Land Ownership	Exhibit C (also Ex. A, Fig. 3-1, p. 15)
Project Cost Estimate	Exhibit D (Provided for review, retained by Applicant)
Project Legal Description	Exhibit E
Project Sales/Use Tax Estimate	Exhibit F
Physical Location for Receipt of Materials	Unincorporated Carbon County, Wyoming
Project Phases	No future phases planned
Anticipated Application Delivery Date	November 16, 2012
Water Supply	Annual demand of less than 800 acre feet. (See Ex. A, §1.8, p. 8)
County Land Use Permit	Application for Carbon County Conditional Use Permit is anticipated in August 2012
DEQ Air Quality Permit and EPA GHG Permit	Not applicable
Section 107 or Section 109 Preference	Section 109 Application

Chokecherry and Sierra Madre Wind Energy Project

**Industrial Siting Division
Jurisdictional Meeting**

**Exhibit A
Project Description**

April 25, 2012



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1.0 Project Overview

Power Company of Wyoming LLC (PCW) proposes to construct and operate the Chokecherry and Sierra Madre Wind Energy Project located in Carbon County, Wyoming (the Project). The Project consists of 1,000 wind turbines capable of generating approximately 2,000 to 3,000 MW of clean, renewable wind energy. The Project has a proposed life of 30 - 50 years. The Project provides enough electricity to power more than 790,000 households, resulting in a reduction in CO₂ emissions of 7 to 11 million tons per year.¹

The Project is situated within an area of primarily private and federal lands, with some state lands interspersed. PCW has obtained a wind easement from The Overland Trail Cattle Company (TOTCO), a PCW affiliate, to use TOTCO's private lands located within the Overland Trail Ranch (the Ranch) for the proposed wind energy project. A minimal amount of private land bordering the Ranch that may be included in the Project is owned by another unrelated entity; if utilized for the Project, PCW will obtain the necessary land rights. PCW is applying for the necessary Special Use Lease from the State of Wyoming, Board of Land Commissioners, to construct and operate the wind farm on state lands. The federal lands are administered by the Rawlins Field Office (RFO) of the Bureau of Land Management (BLM).

In 2008, PCW filed right-of-way (ROW) applications with the BLM for wind energy development and associated infrastructure on the federal lands that comprise a portion of the Ranch. The infrastructure includes an internal haul road and internal collector system transmission line. The applications request ROW grants from the BLM for a term of 30 years with the option to renew the ROW grants and upgrade the wind facility as necessary.

The BLM issued the Draft Environmental Impact Statement (EIS) for the Project on July 22, 2011 (BLM 2011). The BLM is continuing its analysis and finalization of the EIS. The BLM anticipates that it will publish the Notice of Availability of the Final EIS in July 2012 and will subsequently issue the Record of Decision (ROD) in September 2012. This Project Description, therefore, does not reflect the BLM's final determination as to the ROW Grants for the Project.

1.1 Project Objective

PCW conceptualized the Project in response to the high demand for renewable energy and exceptional wind resources on the Ranch. PCW plans to develop, construct and operate a wind energy project capable of supplying a significant portion of the Desert Southwest's demand for renewable energy at competitive rates. PCW can best accomplish this by building a 1,000 wind turbine project with an installed capacity of 2,000 to 3,000 MW, extracting the maximum wind energy potential from the Project. The high demand and multiple markets for this renewable energy resource as well as the ability to minimize any environmental impacts make development of the Project to its maximum potential the most prudent development strategy. The Project is

¹ This estimate assumes that wind generation is displacing traditional coal generation and that coal generation produces average emissions of 1,050 tons of CO₂ per GWh (EIA 2011, Tables A8 and A18)

designed to achieve a balance between renewable energy demands, project economics and environmental sensitivities.

1.2 Demand for Renewable Energy

The United States faces an unprecedented energy challenge creating a critical need to develop clean, renewable energy. The Energy Information Administration (EIA) projects that electricity generated with renewable resources will account for 15 percent of the total U.S. electricity generation by 2035 (EIA 2011). This growth is fueled by the rapid expansion of non-hydroelectric renewable generation to meet greenhouse gas reduction goals and state mandates for renewable energy production. Nowhere is the demand for renewable energy stronger than in the Desert Southwest (California, Arizona and Nevada) where there is strong load growth, ratepayer demand for renewable energy and increasing legislative mandates in the form of Renewable Portfolio Standards (RPS).

According to the 2010 US Census, the population of the Desert Southwest increased 13 percent between 2000 and 2010 (US Census 2011). EIA data shows that the demand for electricity in the Desert Southwest increased more than 34,000 GWh/yr between 2000 and 2009 (the last year data was available) (EIA 2010). The steady population growth and increased demand for electricity demonstrate that this region needs new electricity sources. In addition, state legislators have created renewable portfolio standards that demonstrate consumers' desire to use clean, renewable sources to generate a substantial amount of their electricity to come from clean, renewable sources by implementing RPS. .

The United States has also developed energy policies designed to reduce greenhouse gas emissions and improve the nation's energy security. As part of an overall strategy to develop a diverse portfolio of domestic energy supplies for the future, the National Energy Policy of 2001 and the Energy Policy Act of 2005 encourage the development of renewable energy resources, including wind energy. Federal lands in the West in particular have significant potential for wind energy development. Indeed, the Project provides the Department of Interior with the opportunity to meet a large portion of its objectives for the development of renewable energy on federal lands.

1.3 Wind Resource

The Western United States contains some of the nation's strongest on-shore wind resources. Based upon wind resource mapping performed by AWS Truepower (AWS) for the United States Department of Energy's National Renewable Energy Laboratory (NREL), only about 2 percent of the continental land area in the United States has the annual average wind resources above 20 mph (8.8 meters per second) considered ideal for wind turbine operation. However, much of these ideal wind resources exist in mountainous areas that are impractical for wind energy development. About 5 percent of this ideal resource is concentrated in Carbon County, Wyoming where the Project is located and the Project's terrain is well-suited for energy development.

PCW has undertaken an industry-leading effort to accurately measure and map the wind resource on the Ranch. Since mid-2007, PCW has installed meteorological (met) towers to analyze and record the wind conditions. PCW has installed 34 met towers across the Ranch, of which 32 are presently in operation throughout the wind

Chokecherry and Sierra Madre Wind Energy Project

development areas. PCW has also invested in a sonic detection and ranging (SODAR) unit to measure the wind conditions up to 200 meters above ground level and is using the SODAR in conjunction with the met towers to carefully map the wind shear characteristics across the site.

The wind resource monitoring program has verified that the Project has large areas of Class 5 (deemed “Excellent” by NREL), Class 6 (“Outstanding”), and Class 7 (“Superb”) wind. Wind conditions across the Project have been mapped. These maps are being used to evaluate potential wind turbine layouts, ensuring a high degree of project efficiency. These large expanses of land with high wind conditions are a unique feature of the Project.

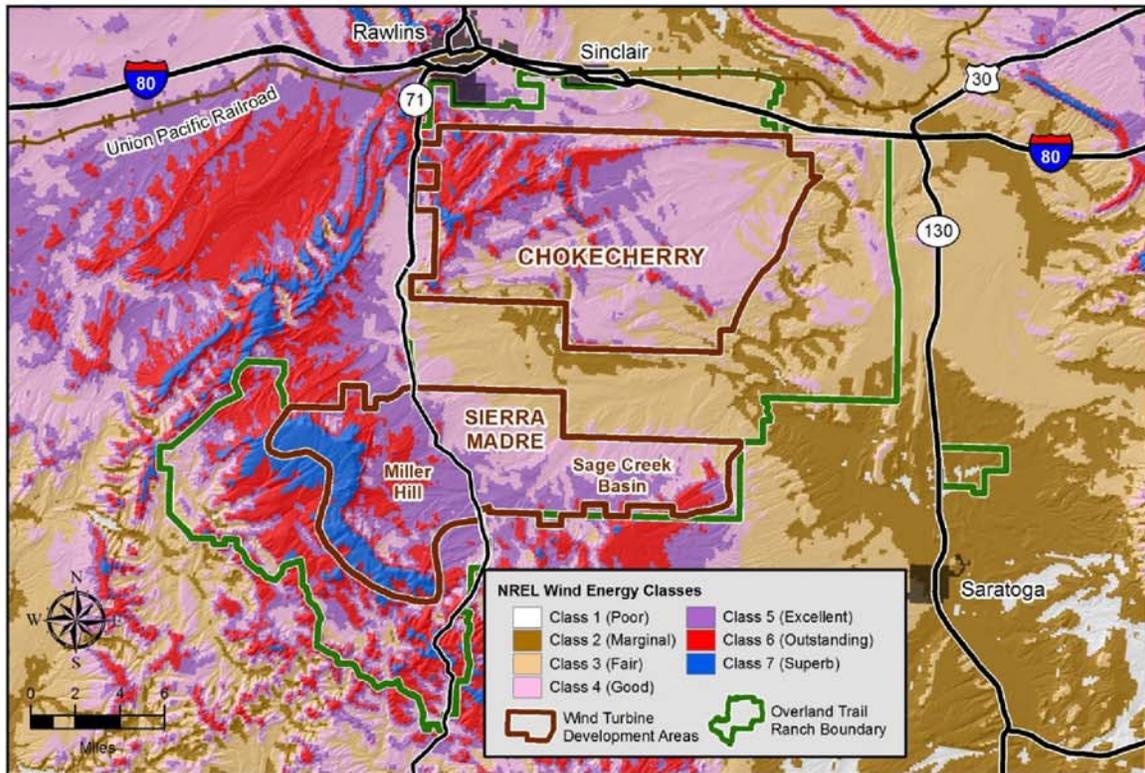


Figure 1-1. Wind Resource Map of Project Site

1.4 Environmental Analysis

The BLM has determined that an Environmental Impact Statement (EIS) is required to comply with the National Environmental Policy Act of 1969 (NEPA; Title 42 United States Code [USC] Section 4321, et seq.).

The EIS will analyze and disclose the potential environmental impacts of the Project and will be used as the basis for BLM’s decision on PCW’s ROW grant applications. The BLM issued the Draft EIS for the project on July 22, 2011. The BLM anticipates that the Final EIS will be available in July 2012 and the Record of Decision (ROD) in September 2012. In the EIS, the BLM is analyzing the potential environmental impacts of PCW’s Proposed Action and a range of reasonable alternatives to PCW’s Proposed Action. If the BLM grants PCW the necessary ROW

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grants for wind development, the ROD will designate areas where wind development is approved subject to conditions outlined in the ROD. Based on the areas approved for wind development, PCW will submit site-specific Plans of Development (POD) containing the final siting of wind turbine generators (WTGs) and ancillary facilities. These site-specific PODs will then be subject to further environmental analysis to ensure they comply with the requirements of the ROD.

1.5 Location

The Project is located primarily within the bounds of the Ranch in Carbon County, Wyoming. The Ranch is approximately 320,000 acres and is operated by TOTCO as a cattle ranch with some associated agricultural production. The Ranch is located south of the communities of Rawlins and Sinclair and west of Saratoga. The Ranch boundary is within Townships 16 through 21 N, Ranges 85 to 89 W, Carbon County, Wyoming, as shown on Figure 1-2.

The application area boundaries shown in Figure 1-2 together comprise the wind energy development ROW application area (Application Area). For ease of reference, the Application Area is divided into two separate areas: "Chokecherry" is the northern portion and "Sierra Madre" is the southern portion. The portions of the Application Area on which PCW expects to locate wind turbine generators are referred to as development areas (Development Areas), also shown in Figure 1-2. The combined Development Areas are collectively referred to as the Project Site.

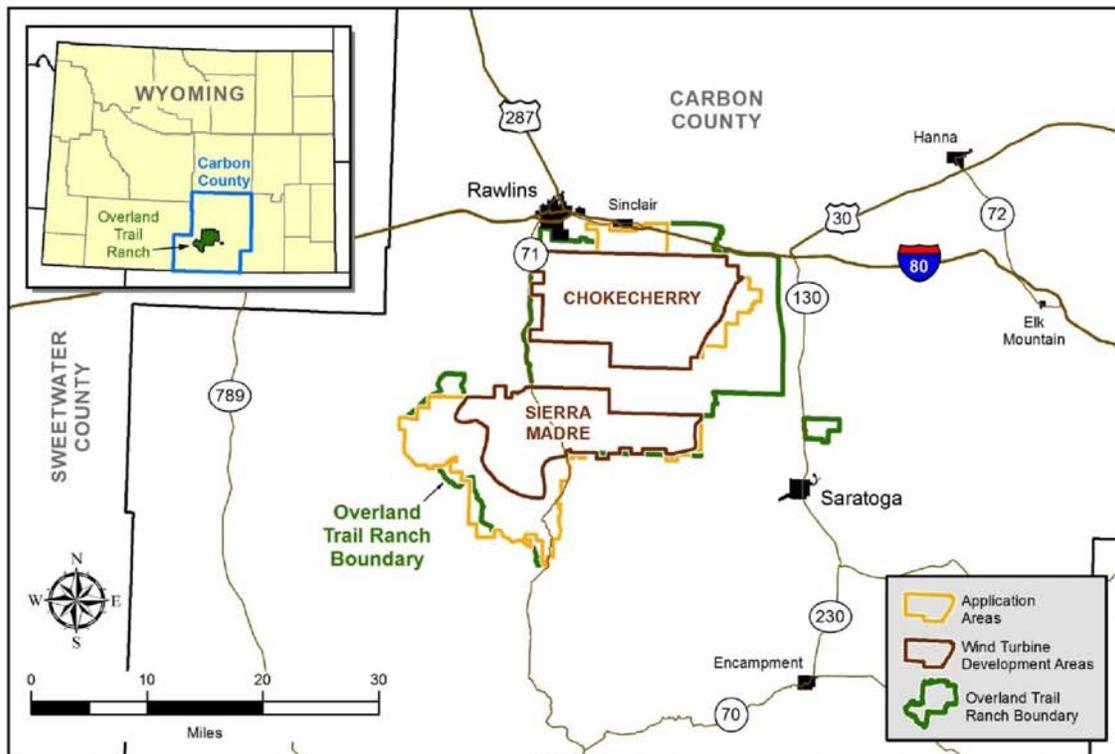


Figure 1-2. Project Location within Carbon County, Wyoming

1.6 Land Ownership

The Project Site is located primarily within the boundaries of the Ranch. Much of the Ranch is located within an ownership region known as the “checkerboard”, in which land section ownership alternates between private lands (mostly owned by TOTCO) and federal lands managed by the BLM. The Project Site also includes some State Land Board and Wyoming Game and Fish Department (WGFD) lands. The Chokecherry Development Area is completely within the “checkerboard”. The majority of Sierra Madre Development Area is in the “checkerboard” except for the southern portion in Townships 16N and 17N, Ranges 87W to 89W. The breakdown of land ownership within the Application Areas is shown in Table 1-1; a map is included in Figure 1-3.

Table 1-1. Project Application Area Land Ownership

Ownership/Lease Type	Total Project Application Area (acres %)	Chokecherry Application Area (acres %)	Sierra Madre Application Area (acres %)
Bureau of Land Management	107,175 48%	48,601 46%	58,574 50%
State Lands Board and Wyoming Game & Fish	10,314 5%	1,937 2%	8,377 7%
Private	105,200 47%	54,881 52%	50,319 43%
TOTAL	222,689	105,419	117,270

Source: Chokecherry and Sierra Madre Wind Energy Project Draft EIS (BLM 2011)

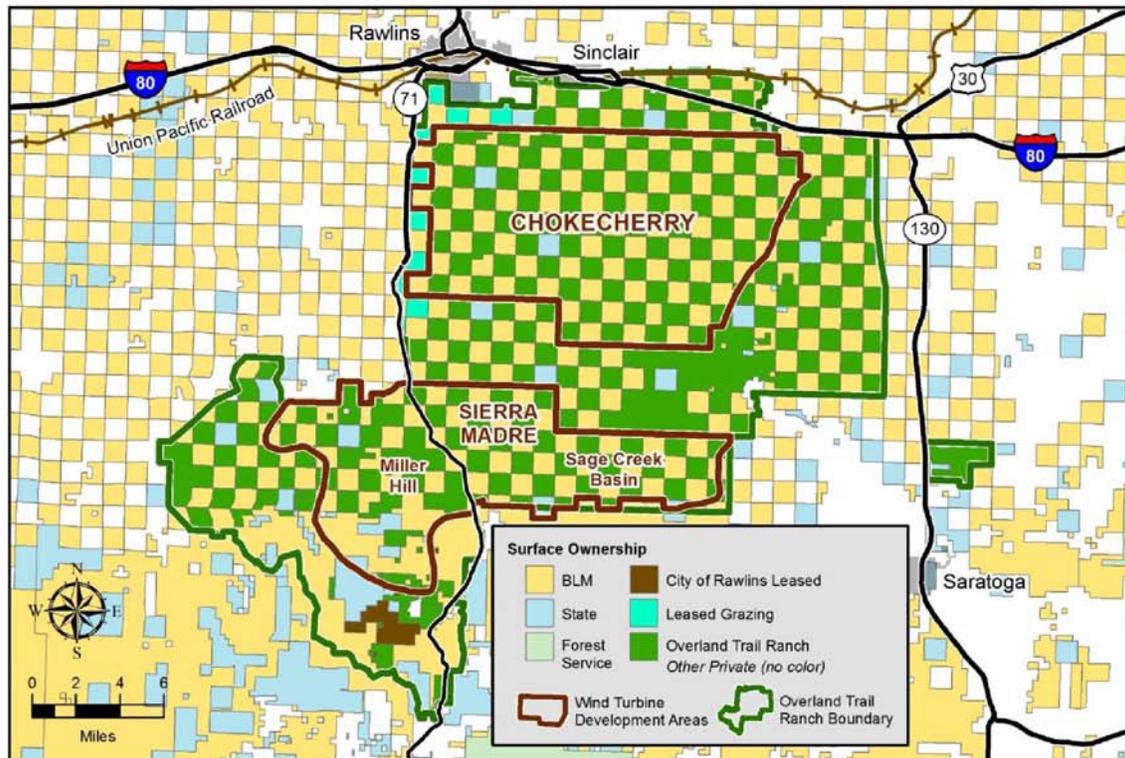


Figure 1-3. Land Ownership Map of Project Site

1.7 Land Use

The Project Site consists of mainly agricultural land either owned or managed by TOTCO without any significant commercial or industrial development, except within the I-80 corridor. The communities of Rawlins, Sinclair, and Saratoga are in the vicinity of the Ranch. There are no private year-round residences within the Ranch boundary; however, there are two private seasonal-use cabins in the northern portion of the Sierra Madre development area, specifically small tracts in Section 9, Township 18 N, Range 88 W. TOTCO maintains the grazing leases on the federal land, and operates the property as a cow/calf and yearling cattle ranch. The Ranch also has approximately 2,500 acres of irrigated hay fields which support the cattle operation.

The northern boundary of the Project Site borders Interstate 80 and the Union Pacific Railroad, which would allow for the delivery of components and personnel necessary for the Project with a minimum amount of infrastructure development and effect on the nearby communities. Consistent with Wyoming's role as the nation's leading energy exporting state, much of the region around the Ranch is already involved in energy creation, mostly in the form of natural gas extraction. Specifically, the Atlantic Rim natural gas development area is along the western boundary of the Ranch. Consequently, the development of an energy project within the Ranch is consistent with other active energy development that has been underway in the region for decades.

1.8 Water Supply

The Project Site has numerous existing water resources and water rights that are available for use by the Project. The final water supply for the Project will use existing water resources and infrastructure as well as municipal supplies that may be available to meet long term needs. Throughout Project construction, operation, and decommissioning, PCW will work to minimize water demand and make the most efficient use of the water resources available.

1.8.1 *Consumptive Water Usage*

Water usage for the Project includes industrial uses such as dust suppression, road compaction and concrete production, as well as domestic and sanitary uses. The exact amount of water PCW will use for construction of the Project depends upon the final lengths and design of the roads and the dust control methods used. Initial estimates call for approximately 500 to 600 acre-feet of water over the five year construction period and for drastically less water usage during operations. Current estimates of the long-term water demand for the Project anticipate using less than 50 acre-feet of water per year.

1.8.2 *Water Use and Rights*

The Project will require water for industrial uses during construction and will have limited long-term water demands associated with operations. TOTCO owns numerous direct flow, storage, and groundwater rights within the Project Site far in excess of the amounts PCW will require to build, operate, and decommission the Project. These rights are currently approved and adjudicated for irrigation, domestic, and stock watering uses. PCW has entered into temporary water use agreements with TOTCO to use select existing rights to meet water demands during construction. PCW will work with TOTCO and has contacted the Town of Sinclair to discuss the

potential for long-term water supply agreements to meet the potable and non-potable water demands of the Project during operations.

2.0 Project Components and Design

2.1 Project Design

2.1.1 Project Size

PCW has determined that a 1,000 wind turbine facility with a nameplate capacity of between 2,000 and 3,000 MW is the optimal project size to capture the maximum wind energy from the Project Site. The Project Site has ample buildable terrain and can easily accommodate 1,000 turbines. Current available turbine models range in nameplate capacity from 1.5 to 3 MW. Transmission is expected to be available to transmit up to 3,000 MW to the Desert Southwest and other potential markets.

2.1.2 Transmission Interconnections

PCW is anticipating a connection into one of the several transmission projects being developed in Wyoming, including Energy Gateway West, Energy Gateway South, Zephyr, Overland, and TransWest Express. Each of these proposed lines has design options for up to 3,000 MW. A portion of the generation could also be connected to the existing PacifiCorp or Western transmission systems.

2.1.3 Turbine Models

PCW has not determined the wind turbine models that will be used for the Project. Turbine technology has made significant advances in the past five years with several manufacturers introducing new, more efficient and larger capacity models. This trend is expected to continue in the foreseeable future; therefore PCW will select turbine model(s) for the Project at the time the final site-specific PODs are developed. This will allow PCW maximum flexibility to select the most appropriate model(s) for the Project at the appropriate time of development. Commercially available wind turbines that are believed to be suitable for the Project have nameplate capacities of between 1.5 and 3 MW each.

2.2 Project Components

2.2.1 Wind Turbines

The most significant Project infrastructure is the wind turbines. Wind turbines are devices that convert the kinetic energy of the wind into electrical generation; the major components of a wind turbine, shown in Figure 2-1, work together to accomplish this task. All commercially-viable wind turbine models that are currently available have a similar three-bladed, horizontal axis design, with only slight differences in dimensions and internal components.

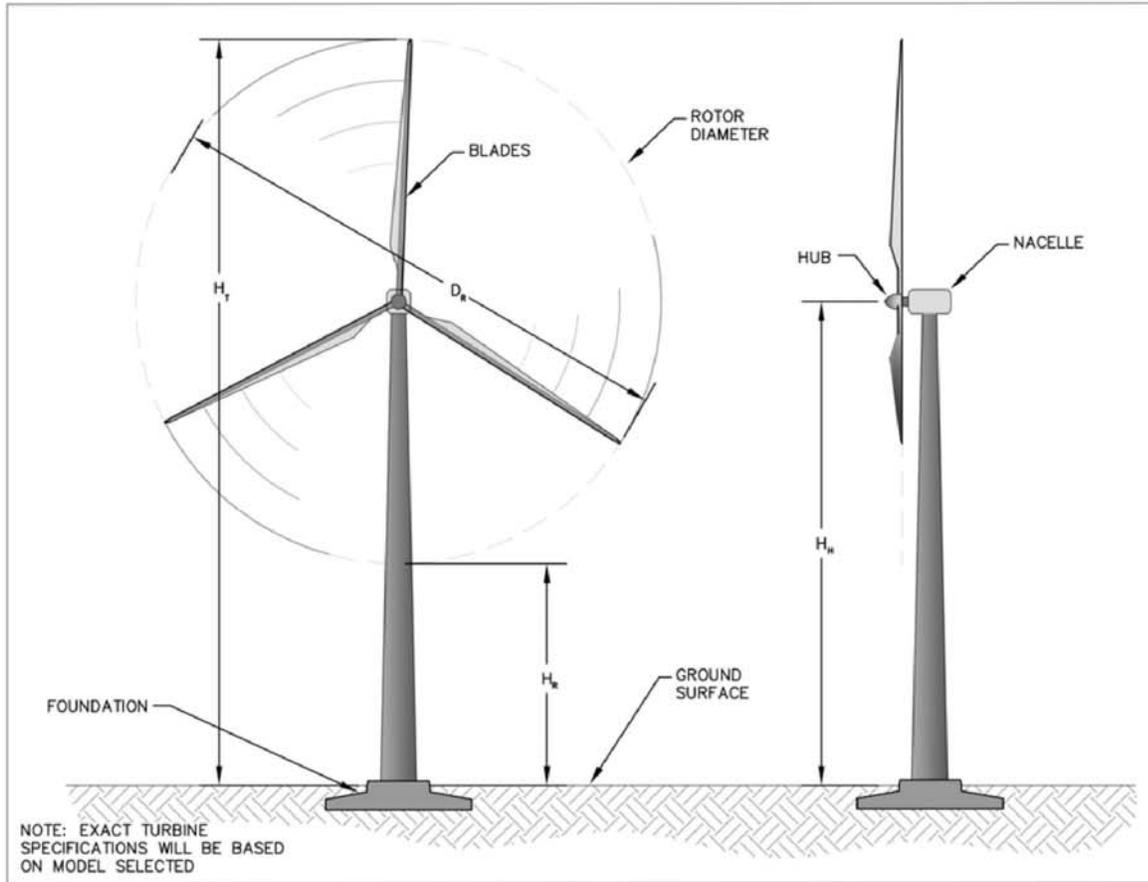


Figure 2-1. Wind Turbine Diagram



Figure 2-2. Example Modern Wind Turbines in Wyoming

2.2.2 *Electrical System*

The Project's electrical system will transmit the wind generation onto the transmission grid. This system has four major components: a collection system, collection substations, an internal transmission line, and an interconnection substation, all part of the Project collector system.

The collection system is a series of medium-voltage (34.5 kV) lines that connect the wind turbines to the collection substations. Much of the system, especially the portions in close proximity to the wind turbines, will be buried adjacent to the access roads. Some portions of the lines that connect the turbines to the collection substations may be overhead on wooden poles.

The collection substations are used to "collect" generation from groups of wind turbines within the Project and transfer it to the Project's 230 kV internal transmission network. The collection substations are strategically located for accessibility, constructability, and sited in order to minimize the overall collection system lengths. PCW currently expects to use between 6 and 8 collection substations for the Project.

The major equipment found within the substations will include power transformers, aluminum and steel buswork and structures, circuit breakers and other protective devices, relaying, and control instrumentation. Example collection substations under construction are shown below in Figure 2-3. These substations are not dissimilar to distribution substations found throughout Wyoming.



Figure 2-3. Example One- and Two-Transformer Collection Substations

2.2.3 *Internal Transmission and Interconnection*

The Project's 230 kV transmission network is the portion of the collector system that will transfer the electrical generation from the collection substations throughout the site to an interconnection substation along the Project's northern boundary. PCW intends to construct the network using wooden H-frame structures, except where other structure types (such as steel lattice or monopole) are required due to terrain or permitting issues.



Figure 2-4. Example Transmission Structures

Near the northern boundary of the Project Site, the internal transmission network would interconnect the Project with existing and planned regional transmission lines so that the wind generation could be transmitted to the energy off-takers. This interconnection would occur in a collector system substation that connects each of the Project's internal transmission lines with these external transmission lines. PCW expects this station would operate entirely at 230 kV.

2.2.4 Rail Facility

To reduce effects on local roadways that transporting the equipment, components, and material necessary to build the Project might have, PCW will bring as many of these items as practical to the Project Site by rail. As the existing nearby rail facilities cannot support the load requirements of the Project, PCW plans to build a rail facility adjacent to the Union Pacific main line that exists along the northern boundary of the Project Site. The Project's rail facility will transport construction materials (such as steel, aggregate, and cement), wind turbine components, and other equipment to the Project Site as necessary for construction. These loads will be transferred to the Project's primary delivery staging area for later transport to the locations within the Project where they are needed. The configuration of the rail facility will allow for trains to be routed completely off the main lines, and for components and material to be off-loaded and transferred to the Project's primary delivery staging area in a rapid manner. The primary delivery staging area will be located adjacent to the rail facility, with

the potential for an additional laydown yard to be established adjacent to the Project’s Operations Center and construction trailer complex.



Figure 2-5. Example Wind Energy Rail Facilities



Figure 2-6. Blades and Nacelles on Rail Cars

2.2.5 *Operations and Maintenance Buildings*

The Project will have an Operations Center that will monitor the output and status of all turbines and maintain communications between the Project, transmission providers, and off-take utilities. It will include a central control room, computer server rooms, and offices. This center will likely be staffed at all times, and will house

Chokecherry and Sierra Madre Wind Energy Project

the restrooms, locker rooms, kitchen and break rooms for all Project personnel. It will also be the reception point for the Project.

The Project will also have a two or three maintenance facilities located within the Project. These facilities will be the locations for component, part, and vehicle storage, and will include repair shops and additional restrooms.

2.2.6 Roads

Construction of the Project will require the establishment of access roads between Project Site access points to existing public roads, wind turbine sites, and all other Project facilities. These roads will be used to support all aspects of Project construction, operations, and decommissioning. The goal of the Project road design is to facilitate the necessary movement of personnel and material in a safe and efficient manner while minimizing the road network's overall environmental footprint and effects to nearby public roads. PCW will design and construct a series of gravel roads to various widths and criteria based on the expected levels of traffic and construction requirements. To the extent practical and efficient, PCW will utilize existing Ranch road routes (both improved and two-track) for the new Project roads.

3.0 Project Construction

3.1 Construction Schedule

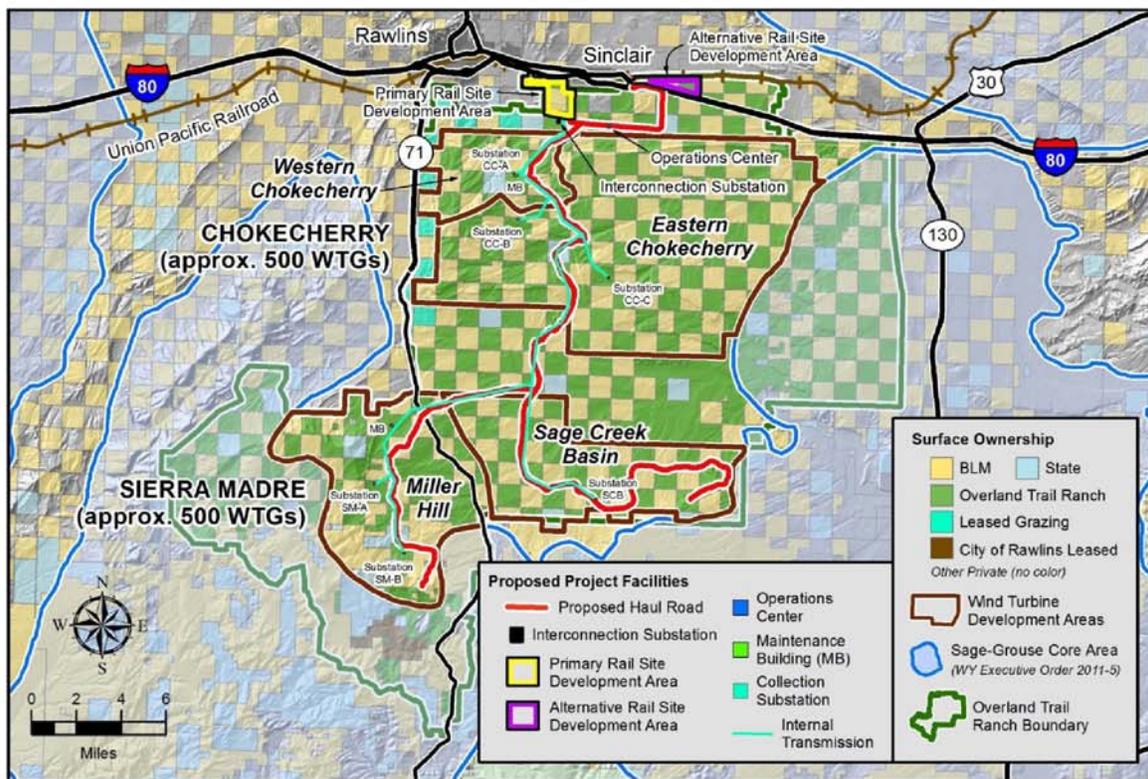
PCW is evaluating and the BLM is considering a construction schedule up to five years in length. The general sequence of construction is presented in the table below.

Table 3-1. Conceptual Construction Sequence

Facility	Year 1	Year 2	Year 3	Year 4	Year 5
Support Facilities					
Staging Areas	Trailer Cmplx Northern	Miller Hill	SCB West CC	Eastern CC	
Substations		MH Site Prep Int. Site Prep	MH Complete Int. Complete SCB Prep CC-A Prep	SCB Complete CC-A Complete CC-B,C Prep	CC-B,C Complete
Buildings			Ops Center SM Maint.	CC Maint.	
Rail Facility	Complete				
Transportation Network					
Internal Haul Road	All				
Resource Roads		All MH	All SCB West CC	East CC	
Wind Turbines					
WTG Pads		MH Inner	MH Outer SCB Inner	East CC	

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Facility	Year 1	Year 2	Year 3	Year 4	Year 5
			West CC Inner		
WTG Foundations		MH Partial	MH Remaining SCB West CC Partial	West CC Remaining; East CC Partial	East CC Remaining
WTG Installation			MH	SCB West CC	East CC
Transmission					
Collection System		MH	SCB West CC	East CC	
Transmission			MH to Int.	SCB to SM CC-A to Int.	CC-B to Int. CC-A to Int.
Notes: Int. = Interconnection; CC = Chokecherry; MH = Miller Hill area of Sierra Madre; SCB = Sage Creek Basin area of Sierra Madre					


Figure 3-1. Construction Sequencing Areas
3.2 Construction Workforce

The workforce required to build the Project consists of a wide array of skilled labor, including heavy civil work, iron work, concrete batching and placement, large mechanical assembly, crane work and electricians. Some skillsets may be available regionally, and PCW will seek to hire local skilled workers. However, out of necessity,

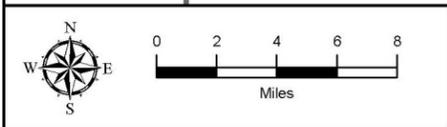
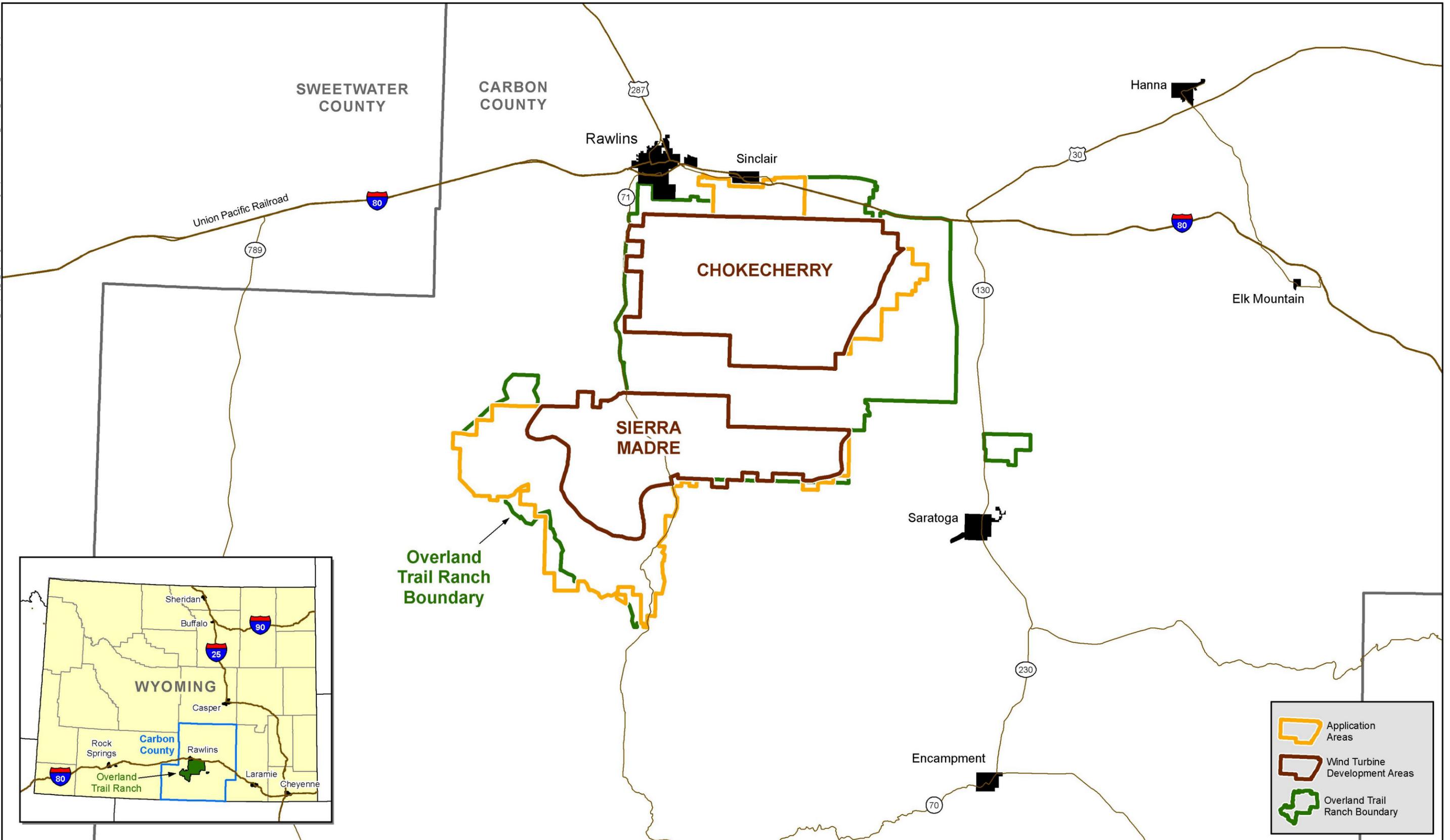
much of the workforce will be “travelers”, many of whom are experienced in wind energy project construction and build projects throughout the country.

PCW has estimated the range of total workforce expected during each year of construction, as set out in Table 3-2. The final workforce requirements will depend upon the final layout and construction plan. These totals reflect all PCW and contractor personnel necessary for the performance and management of construction. Not included in these totals are BLM or other regulatory personnel.

Table 3-2. Expected Construction Workforce Breakdown

	Year 1	Year 2	Year 3	Year 4	Year 5
May	Up to 100	Up to 50	Up to 50	Up to 50	Up to 50
June	Up to 100	Up to 50	200 – 400	200 – 400	200 – 400
July	150 – 300	300 – 400	900 – 1,200	900 – 1,200	700 – 1,000
Aug	150 – 300	300 – 400	900 – 1,200	900 – 1,200	700 – 1,000
Sep	150 – 300	300 – 400	900 – 1,200	900 – 1,200	700 – 1,000
Oct	100 – 200	200 – 300	600 – 900	600 – 900	600 – 900
Nov	Up to 100	Up to 100	Up to 200	Up to 200	Up to 200

PCW anticipates the workforce will most likely work a single shift of 10 hours per day, 6 days per week. If schedule or weather constraints require, the workforce could be split into multiple shifts for limited periods of time. Most often this involves the erection of wind turbines when the winds are lowest, which may occur at night. The scheduling of these shifts can be dynamic and based on week-ahead and day-ahead forecasting. Alternative shifts would be done within the peak workforce levels specified in the permit issued by the Wyoming Industrial Siting Council

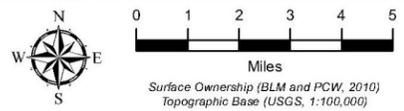
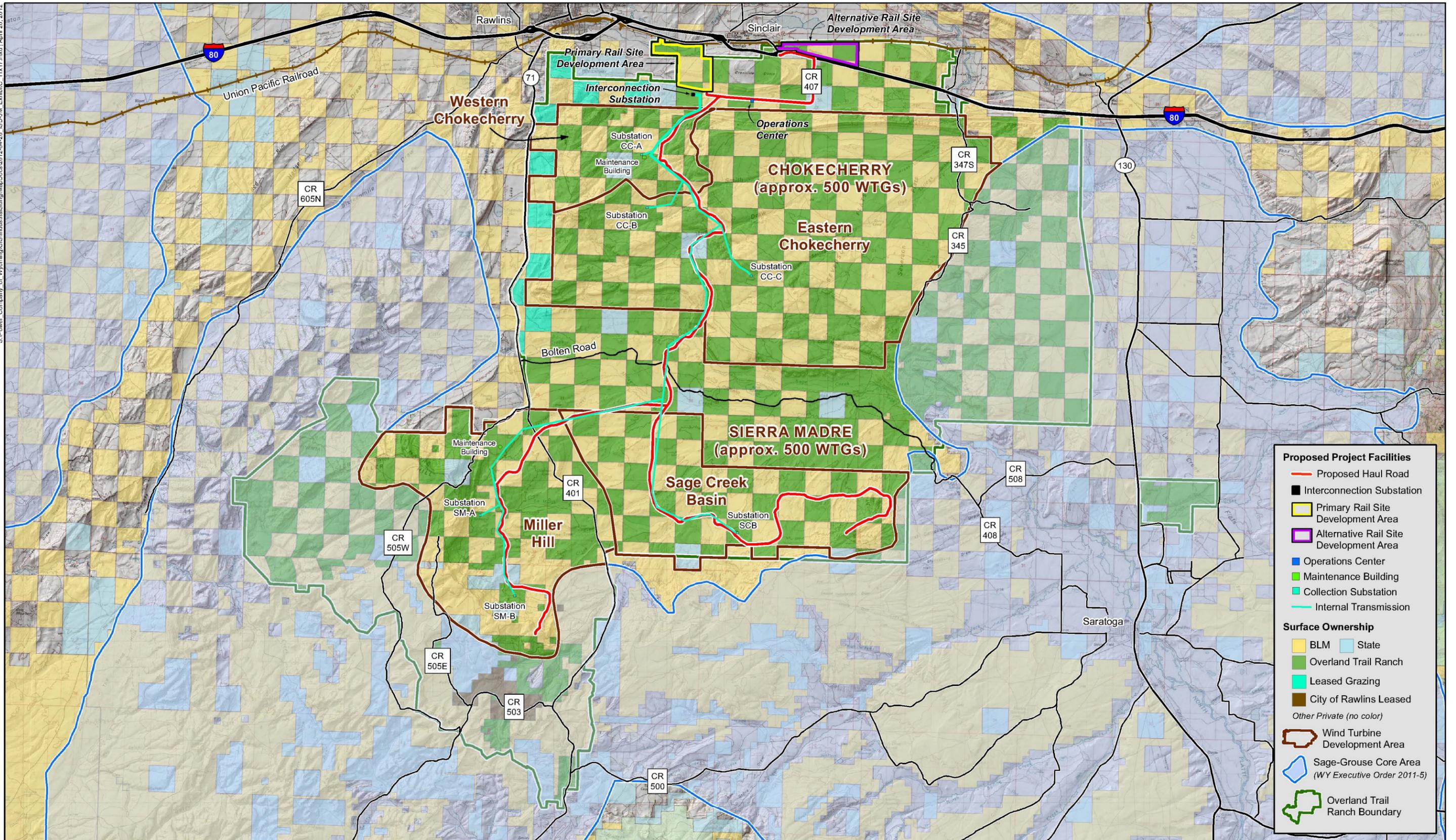


This map reflects applicant's proposed development but is subject to and expressly contingent on the BLMs Final EIS and Record of Decision.

Project Location Map
Chokecherry and Sierra Madre Wind Energy Project | April 20, 2012

EXHIBIT B





This map reflects applicant's proposed development but is subject to and expressly contingent on the BLMs Final EIS and Record of Decision.

Preliminary Site Plan and Land Ownership
Chokecherry and Sierra Madre Wind Energy Project | April 20, 2012

EXHIBIT C



Exhibit E
Proposed Project Legal Description^{1,2}

Township 21 North, Range 87 West of the 6th P.M., Carbon County, Wyoming
Sections 23, 24, and 25

Township 21 North, Range 86 West of the 6th P.M., Carbon County, Wyoming
Sections 19, 22-36

Township 20 North, Range 88 West of the 6th P.M., Carbon County, Wyoming
Sections 1, 11, 12, 13, 14, 24

Township 20 North, Range 87 West of the 6th P.M., Carbon County, Wyoming
Sections 1-36 (All)

Township 20 North, Range 86 West of the 6th P.M., Carbon County, Wyoming
Sections 1-36 (All)

Township 20 North, Range 85 West of the 6th P.M., Carbon County, Wyoming
Sections 3-11, 13-23, 26-34

Township 19 North, Range 88 West of the 6th P.M., Carbon County, Wyoming
Section 12

Township 19 North, Range 87 West of the 6th P.M., Carbon County, Wyoming
Sections 1-13, 23, 24, 26, 33-35

Township 19 North, Range 86 West of the 6th P.M., Carbon County, Wyoming
Sections 1-24

Township 19 North, Range 85 West of the 6th P.M., Carbon County, Wyoming
Sections 3-9, 17-19

Township 18 North, Range 89 West of the 6th P.M., Carbon County, Wyoming
Sections 11-14, 23, 24

Township 18 North, Range 88 West of the 6th P.M., Carbon County, Wyoming
Sections 1-4, 7-29, 32-36

Township 18 North, Range 87 West of the 6th P.M., Carbon County, Wyoming

Sections 1-36 (All)

Township 18 North, Range 86 West of the 6th P.M., Carbon County, Wyoming
Sections 13-31, 33, 36

Township 18 North, Range 85 West of the 6th P.M., Carbon County, Wyoming
Sections 17-20, 29-31

Township 17 North, Range 88 West of the 6th P.M., Carbon County, Wyoming
Sections 1-5, 8-16, 22-24

Township 17 North, Range 87 West of the 6th P.M., Carbon County, Wyoming
Sections 5-7, 18, 19

¹ This legal description was developed at the “section level” to provide a general indication of the Project area and does not delineate the precise legal boundary of the Project.

² This legal description includes a minimal amount of private land not owned by TOTCO.

**Exhibit F
Sales/Use Tax Estimate**

Estimated Taxable Sales		\$3,871,960,000	
State Rate	4%	\$154,878,400	
State General Fund	69.00%	\$106,866,096	
Admin Fee for General Fund	0.31%	\$480,123	
County Bucket	1.00%	\$1,548,784	
Albany		\$99,746	
Big Horn		\$32,062	
Campbell		\$126,769	
Carbon		\$43,650	
Baggs			\$1,209.07
Elk Mountain			\$524.85
Dixon			\$266.55
Encampment			\$1,236.55
Hanna			\$2,310.98
Medicine Bow			\$780.40
Rawlins			\$25,442.74
Riverside			\$142.89
Saratoga			\$4,643.94
Sinclair			\$1,189.84
Rural Pop (Carbon County)			\$5,902.47
Converse		\$38,012	
Crook		\$19,463	
Fremont		\$110,254	
Goshen		\$36,407	
Hot Springs		\$13,223	
Johnson		\$23,547	
Laramie		\$252,086	
Lincoln		\$49,753	
Natrona		\$207,329	
Niobrara		\$6,826	
Park		\$77,504	
Platte		\$23,816	
Sheridan		\$80,008	
Sublette		\$28,158	
Sweetwater		\$120,374	
Teton		\$58,514	
Uinita		\$58,030	
Washakie		\$23,448	
Weston		\$19,807	

The sales tax estimates provided in this document are estimates only and are based upon current law and information and the assumptions set forth in this document, and are subject to refinement.

Carbon County's General Fund	29.69%	\$45,983,397	
Baggs			\$1,273,698
Elk Mountain			\$552,901
Dixon			\$280,793
Encampment			\$1,302,646
Hanna			\$2,434,500
Medicine Bow			\$822,114
Rawlins			\$26,802,661
Riverside			\$150,528
Saratoga			\$4,892,159
Sinclair			\$1,253,435
Rural Pop (Carbon County)			\$6,217,963
General Purpose	1%	\$38,719,600	
Admin Fee for General Purpose	1.00%	\$387,196	
Carbon County General Purpose	99.00%	\$38,332,404	
Baggs			\$1,061,773
Elk Mountain			\$460,906
Dixon			\$234,073
Encampment			\$1,085,904
Hanna			\$2,029,434
Medicine Bow			\$685,326
Rawlins			\$22,343,074
Riverside			\$125,482
Saratoga			\$4,078,172
Sinclair			\$1,044,881
Rural Pop (Carbon County)			\$5,183,381
Specific Purpose	1%	\$38,719,600	
Admin Fee for Specific Purpose	1.00%	\$387,196	
Carbon County Specific Purpose	99.00%	\$38,332,404	
Sales Tax paid by PCW	6%	\$232,317,600	

Assumptions:

Numbers based on a Total Project Cost Estimate of \$4,839,950,000.

Taxable Sales based on 80% of Total Project Cost Estimate. (\$4,839,950,000 x 80% = \$3,871,960,000)

Population figures are based upon 2010 Census Data.

Distribution is based on W.S. § 39-15-104, W.S. § 39-15-111, W.S. § 39-16-104, and W.S. § 39-15-204.

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Data for calculations

Population by County

County	Population*	Pop. %
Albany	36,299	6.4%
Big Horn	11,668	2.1%
Campbell	46,133	8.2%
Carbon	15,885	2.8%
Converse	13,833	2.5%
Crook	7,083	1.3%
Fremont	40,123	7.1%
Goshen	13,249	2.4%
Hot Springs	4,812	0.9%
Johnson	8,569	1.5%
Laramie	91,738	16.3%
Lincoln	18,106	3.2%
Natrona	75,450	13.4%
Niobrara	2,484	0.4%
Park	28,205	5.0%
Platte	8,667	1.5%
Sheridan	29,116	5.2%
Sublette	10,247	1.8%
Sweetwater	43,806	7.8%
Teton	21,294	3.8%
Uinita	21,118	3.7%
Washakie	8,533	1.5%
Weston	7,208	1.3%
Total Wyom	563,626	100.0%

Population by Carbon County Municipalities

Municipality	Population*	Pop. %
Baggs	440	2.8%
Elk Mountain	191	1.2%
Dixon	97	0.6%
Encampment	450	2.8%
Hanna	841	5.3%
Medicine Bow	284	1.8%
Rawlins	9,259	58.3%
Riverside	52	0.3%
Saratoga	1,690	10.6%
Sinclair	433	2.7%
Rural Pop (Carbon County)	2,148	13.5%
Total Population	15,885	100.0%

*Population figures based on 2010 Census Data.

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Department of Environmental Quality

To protect, conserve and enhance the quality of Wyoming's environment for the benefit of current and future generations.



Matthew H. Mead, Governor

Todd Parfitt, Director

January 22, 2014

Gary Miller
Vice President, Land & Environmental Affairs
Power Company of Wyoming
555 17th Street, Suite 2400
Denver, CO 80202

NOTICE OF STUDY AREA INDUSTRIAL SITING COUNCIL DOCKET DEQ/ISC 12-07

Mr. Miller:

Thank you for the update provided at the meeting held on January 7, 2014. As we discussed at the meeting, the Industrial Siting Division (Division) anticipates receiving the application for your project early second quarter of 2014. The Industrial Siting Division (Division) wanted to specify that the Study Area for this application include all the municipalities and local governments within Carbon, Albany, Natrona and Sweetwater counties. The Division also asks that when you prepare the application, please ensure any tables and computations identify impacts to the individual county and the municipalities within the county. This is necessary, as the area primarily affected will be determined after receipt of the application.

When the application is complete, the Division requests that the following information be submitted to the Division:

- 70 hard-bound copies and an electronic .pdf copy of an application document;
- payment of the application fee; and
- a letter of transmittal from an officer with the authority to bind the corporation.

Additionally, the Division requests a list, preferably in Excel, of all the affected landowners as defined by W.S. 35-12-102(a)(xv) and their mailing addresses in order to assist us in our notification responsibilities.

Herschler Building • 122 West 25th Street • Cheyenne, WY 82002 • <http://deq.state.wy.us>

ADMIN/OUTREACH (307) 777-7758 FAX 777-7682	ABANDONED MINES (307) 777-6145 FAX 777-6462	AIR QUALITY (307) 777-7391 FAX 777-5616	INDUSTRIAL SITING (307) 777-7369 FAX 777-5973	LAND QUALITY (307) 777-7756 FAX 777-5864	SOLID & HAZ. WASTE (307) 777-7752 FAX 777-5973	WATER QUALITY (307) 777-7781 FAX 777-5973
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Kimber Wichmann is available at (307) 777-7369 or kimber.wichmann@wyo.gov to explain application requirements and to provide information to assist with the preparation of the application.

Sincerely,



Luke Esch
Industrial Siting Administrator

cc: Paul Hickey, Hickey & Evans
Todd Parfitt
Andrew Kuhlmann

Files