

SUPPLEMENT TO AGREEMENT FOR ROAD USE, REPAIR, AND IMPROVEMENTS

This SUPPLEMENT TO AGREEMENT FOR ROAD USE, REPAIR, AND IMPROVEMENTS (“**Supplement**”) is made and entered into as of this ____ day of March, 2023 (“**Effective Date**”), between North Bend Wind Project, LLC (the “**Developer**”), a Delaware limited liability company with offices at 1360 Post Oak Blvd., Suite 400, Houston, Texas 77056, and Hughes County, South Dakota (“**County**”) with offices at 104 E Capitol Avenue, Pierre, SD 57501. Developer and the County may be referred to herein, individually, as a “**Party**” and, collectively, as the “**Parties**.”

RECITALS

1. Developer and the County are Parties to that certain Agreement for Road Use, Repair, and Improvements dated as of June 10, 2022 (the “**Agreement**”) related to Developer’s wind-powered electric generating facility with a planned nameplate capacity of up to approximately 200 MW, located in Hyde and Hughes Counties, South Dakota (the “**Project**”).
2. The Agreement provides for final approval by the County of the Plans and certain information submitted by Developer to the County in preliminary form and attached to the Agreement as Appendix B, Appendix F and Appendix G.
3. Developer has submitted the final Plans as described on Exhibit A attached hereto and information required by Appendix B and Appendix F to the Agreement which are attached hereto.
4. Developer will submit all final Permits as required by the Agreement as an update to Appendix G thereto upon receipt of such Permits from the County.

NOW, THEREFORE, in consideration of mutual promises and covenants contained herein, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby agree as follows:

ARTICLE I DEFINITIONS

1.1 Definitions Capitalized terms used in this Supplement and not otherwise defined herein shall have the meanings set forth in the Agreement.

ARTICLE II FINAL APPROVAL

2.1 Approval and Incorporation. The final Plans described on Exhibit A to this Supplement attached hereto and the information required by Appendix B and Appendix F to this Supplement attached hereto have been approved by the County and are incorporated into and replace the corresponding information previously submitted to the County and/or attached to the Agreement. For purposes of Appendix B to this Supplement, only the map attached as part of Appendix B to the Agreement is removed and replaced by the map attached to Appendix B of this Supplement. The remainder of Appendix B to the Agreement shall remain as originally included in the Agreement.

ARTICLE III

3.1 Entire Agreement. As supplemented by this Supplement and the attachments hereto, the Agreement is ratified and confirmed as continuing in full force and effect unmodified except as set forth herein.

[next page is signature page]

IN WITNESS WHEREOF, the Parties have caused their authorized representatives to execute this Supplement to Agreement for Road Use, Repair, and Improvements effective as of the date first above written.

COUNTY:

Hughes County

By: _____

Name: Connie Hohn

Title: Hughes County Commission Chairman

DEVELOPER:

North Bend Wind Project, LLC

By: _____

Name: _____

Title: _____

**EXHIBIT A to Supplement
for Road Use, Repair, and Improvements**

Description of Plans

1. North Bend Wind Project, RUA Appendix B Designated Road Preliminary (based on 90% design), Sheet 1- Rev D, 03/02/2023

Civil Map (attached as Appendix B) for Hughes and Hyde counties reflecting proposed access roads, proposed Hyde county designated roads, and proposed Hughes county designated roads based on 90% civil design plan.

2. North Bend Wind Project, Collection System Overall Layout; NBW-COL-C1 Revision D, 01/10/2023

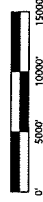
Collection System Layout and Cable Crossing Schedule (attached as Exhibit F) for Hughes and Hyde Counties, reflecting collection lines and bore locations based on 90% design.

**APPENDIX B to Supplement
for Road Use, Repair, and Improvements**

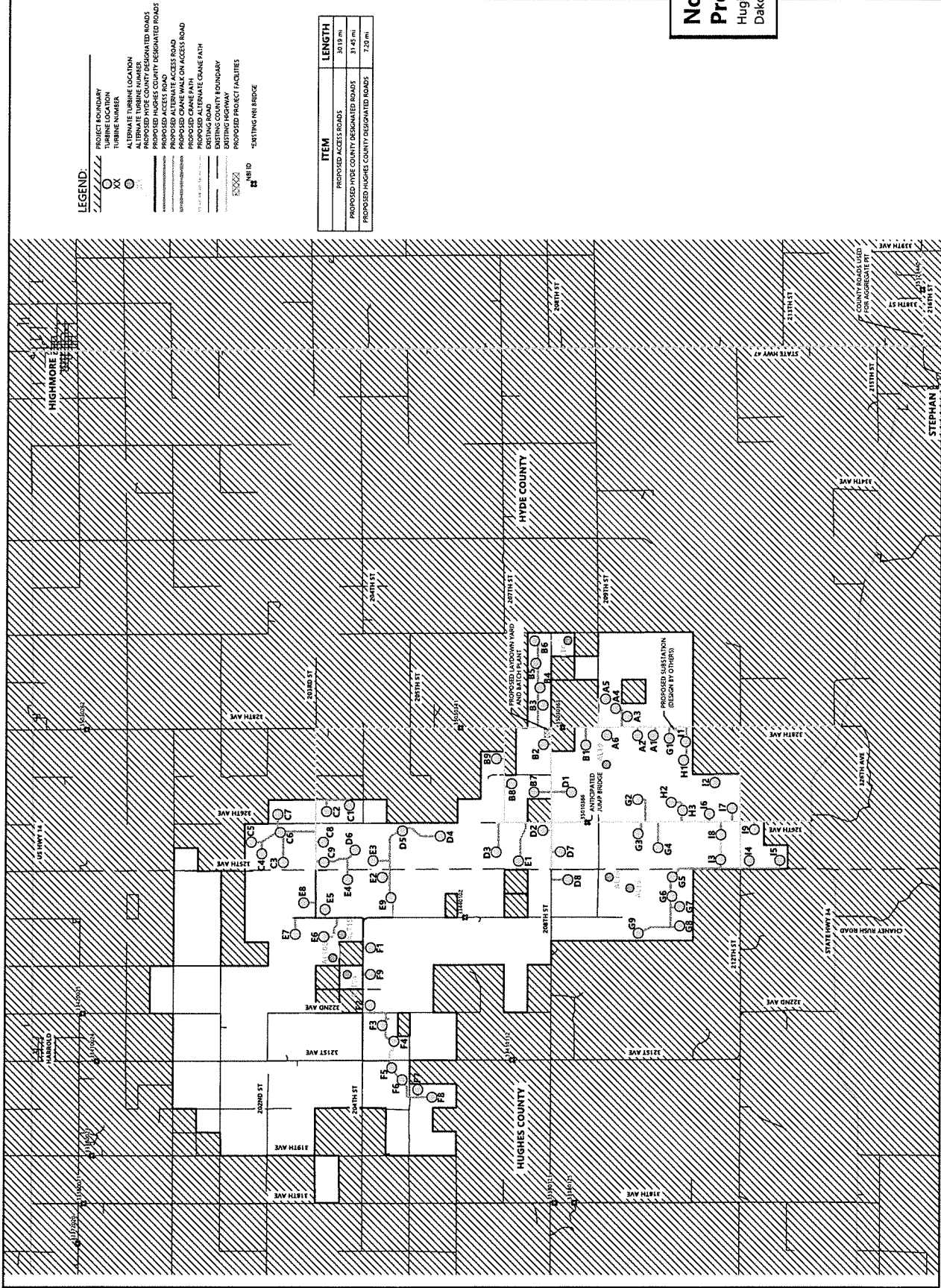
Designated Roads and Project Construction Equipment

- A. Designated Roads are depicted in the Attachments hereto. No other roads are Designated Roads. State highway(s) may be depicted on Attachments to this Appendix B (and, if depicted, may be depicted in yellow). Nevertheless, State highway(s) are not Designated Roads and are not subject to the Agreement.
- B. The Initial Evaluation shall be the geotechnical report included in this appendix and the Developer shall complete video inspection of any asphalt surfaced Designated Roads prior to commencement of construction and such video inspection report shall be used for purposes of the Final Evaluation inspection and report.
- C. If reasonably determined to be needed based on the Initial Evaluation, prior to the use of the Designated Roads for construction purposes, the Designated Roads shall receive road base material on public roads that currently do not have any gravel surfacing, and road base material on public roads that have previously been surfaced with gravel but require additional material to withstand construction traffic, in each case, in such quantities as are reasonably determined from the Initial Evaluation.
- D. To the extent existing water ponding issues are identified in the Initial Evaluation, Developer shall design, engineer and install corrective measures to improve such existing water ponding issues. County will review and approve agreed upon corrective work prior to installation.

REVISED		DATE	COMMENT	BY	CHK APPR
	A	05/06/2022	50% CIVIL DESIGN LAYOUT	PK	TRG TRG
	B	11/02/2022	60% CIVIL DESIGN LAYOUT	PK	TRG TRG
	C	11/30/2022	BRIDGE UPDATES	PK	TRG TRG
	D	01/04/2023	VCO TURNING ASSAY	PK	TRG TRG

RUA APPENDIX B
DESIGNATED ROADS
PRELIMINARY

DATE 03/02/2023 REV D
SHEET 01



**APPENDIX F to Supplement
for Road Use, Repair, and Improvements**

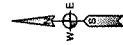
Electrical /Communications Installation

The attached map(s) depict routing, construction, and installation of the Electrical /Communications Installation adjacent to, under, or across certain roads.

Hughes County Hyde County



LEGEND	
XX	WIND TURBINE (QTY 71)
—	GE - 2.22 MW
—	GE - 2.22 MW ALTERNATE (QTY 7)
—	GE - 2.22 MW
—	MET TOWER
—	FEEDER A
—	FEEDER B
—	FEEDER C
—	FEEDER D
—	FEEDER E
—	FEEDER F
—	FEEDER G
—	FEEDER H
—	FEEDER I
—	EXISTING OH ELECTRIC
—	EXISTING 230 KV T/J LINE
—	PROJECT BOUNDARY
—	WATER LINE
—	ROAD RIGHT OF WAY
—	NON-LEASED RESTRICTED ACCESS
—	JUNCTION BOX
—	ACCESS ROADS
—	AVOIDANCE AREA
—	WETLANDS



NORTH BEND

WIND PROJECT

HYDE & HUGHES COUNTIES,

SOUTH DAKOTA

Rev.	Date	Description	By
A	10/11/2021	30% SUBMITTAL	CM
B	06/28/2022	60% SUBMITTAL	CM
C	11/03/2022	90% SUBMITTAL	CM
D	01/10/2023	90% SUBMITTAL	CM

WANZEK

an HNTB Company

ENGIE

PRELIMINARY

THIS DRAWING IS
PRELIMINARY AND
NOT TO BE USED FOR
CONSTRUCTION,
FOR REVIEW
PURPOSES ONLY.

Ulteig

3300 38th Avenue South
Fargo, North Dakota 58104
Phone: 701.237.3181
Fax: 701.237.3181
www.ultieg.com

Design By: A. SCHIER

Approved By: C. MATTHEWSON

Project Number: 21-00068

Owner: Dora Lake - Fargo-Sour Lake, S. Dak.

Design: Dora Lake - Fargo-Sour Lake, S. Dak.

COLLECTION SYSTEM

OVERALL LAYOUT

DRAWING NUMBER

REVISION

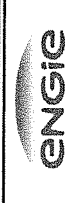
NBW-COL-C1

D

**NORTH BEND
WIND PROJECT
HYDE & HUGHES COUNTIES,
SOUTH DAKOTA**

Rev.	Date	Description
A	11/15/2022	REV. SUBMITTAL
B	01/19/2023	REV. RESUBMITTAL

By	
CM	



PRELIMINARY
NOT FOR CONSTRUCTION

3350 34th Avenue South
Sioux Falls, SD 57104
Phone: 701.280.8600
Fax: 701.287.3181
www.ullberg.com

Ullberg
Design By: A. S. JONES
Drawn By: C. GEFERBERG
Approved By: C. MATHISON
Project Number: 21-0886

**COLLECTION SYSTEM
CABLE CROSSING
SCHEDULE**

DWG: NBW-COL-D8
REVISION: B

ID	Crossing Type	Feeder	From	To	Cable Size	Bore Pipe Size
100	ROAD (328TH AVE.) & UNDERGROUND UTILITY	A	WTG A3	WTG A3	4/0 AWG	8"
101	WETLAND/STREAM	A	WTG A6	WTG A6	4/0 AWG	8"
200	WETLAND/STREAM	B	WTG B1	WTG B1	350 MCM	10"
201	WETLAND/STREAM	B	WTG B1	WTG B1	350 MCM	10"
202	WETLAND/STREAM	B	WTG B1	WTG B1	350 MCM	10"
203	ROAD (328TH AVE.) & UNDERGROUND UTILITY	B	WTG B2	WTG B2	500 MCM	8"
204	WETLAND/STREAM	B	WTG B2	WTG B2	500 MCM	8"
205	ROAD (207TH ST.) & UNDERGROUND UTILITY	B	WTG B8	WTG B8	4/0 AWG	8"
206	UNDERGROUND UTILITY	B	WTG B8	WTG B8	4/0 AWG	8"
207	ROAD (PRIVATE ROAD), UNDERGROUND UTILITY, & TREES/VEGETATION	B	WTG B8	WTG B8	4/0 AWG	8"
300	WETLAND/STREAM	C	WTG C1	WTG C1	350 MCM	10"
301	ROAD (208TH ST.) & UNDERGROUND UTILITY	C	WTG C1	WTG C1	350 MCM	10"
302	WETLAND/STREAM	C	WTG C1	WTG C1	350 MCM	10"
303	ROAD (207TH ST.) & UNDERGROUND UTILITY	C	WTG C1	WTG C1	350 MCM	10"
304	UNDERGROUND UTILITY	C	WTG C1	WTG C1	350 MCM	10"
305	WETLAND/STREAM	C	WTG C1	WTG C1	350 MCM	10"
306	WETLAND/STREAM	C	WTG C1	WTG C1	350 MCM	10"
307	WETLAND/STREAM	C	WTG C1	WTG C1	350 MCM	10"
308	TREES/VEGETATION	C	WTG C1	WTG C1	350 MCM	10"
309	ROAD (328TH AVE.) & UNDERGROUND UTILITY	C	WTG C2	WTG C2	350 MCM	10"
310	ROAD (203RD ST.)	C	WTG C2	WTG C2	350 MCM	10"
400	WETLAND/STREAM	D	WTG D1	WTG D1	350 MCM	10"
401	WETLAND/STREAM	D	WTG D1	WTG D1	350 MCM	10"
402	ROAD (328TH AVE.)	D	WTG D1	WTG D1	350 MCM	10"
403	ROAD (208TH ST.) & UNDERGROUND UTILITY	D	WTG D1	WTG D1	350 MCM	10"
404	TREES/VEGETATION & WETLAND/STREAM	D	WTG D2	WTG D2	500 MCM	8"
405	TREES/VEGETATION	D	WTG D2	WTG D2	500 MCM	8"
406	TREES/VEGETATION	D	WTG D2	WTG D2	500 MCM	8"
407	WETLAND/STREAM	D	WTG D4	WTG D4	4/0 AWG	8"
408	WETLAND/STREAM	D	WTG D4	WTG D4	4/0 AWG	8"
409	WETLAND/STREAM	D	WTG D4	WTG D4	4/0 AWG	8"
500	WETLAND/STREAM	E	WTG E1	WTG E1	350 MCM	10"
501	WETLAND/STREAM	E	WTG E1	WTG E1	350 MCM	10"
502	ROAD (328TH AVE.)	E	WTG E1	WTG E1	350 MCM	10"
503	ROAD (208TH ST.) & UNDERGROUND UTILITY	E	WTG E1	WTG E1	350 MCM	10"
504	TREES/VEGETATION	E	WTG E1	WTG E1	350 MCM	10"
505	TREES/VEGETATION	E	WTG E1	WTG E1	350 MCM	10"
506	TREES/VEGETATION	E	WTG E1	WTG E1	350 MCM	10"
507	WETLAND/STREAM	E	WTG E1	WTG E1	350 MCM	10"
508	ROAD (324TH AVE.) & UNDERGROUND UTILITY	E	WTG E1	WTG E1	350 MCM	10"
509	ROAD (207TH AVE.)	E	WTG E1	WTG E1	350 MCM	10"
510	TREES/VEGETATION	E	WTG E1	WTG E1	350 MCM	10"
600	WETLAND/STREAM	F	WTG F1	WTG F1	350 MCM	10"
601	WETLAND/STREAM	F	WTG F1	WTG F1	350 MCM	10"
602	ROAD (328TH AVE.)	F	WTG F1	WTG F1	350 MCM	10"
603	ROAD (208TH ST.) & UNDERGROUND UTILITY	F	WTG F1	WTG F1	350 MCM	10"
604	TREES/VEGETATION	F	WTG F1	WTG F1	350 MCM	10"
605	TREES/VEGETATION	F	WTG F1	WTG F1	350 MCM	10"
606	TREES/VEGETATION	F	WTG F1	WTG F1	350 MCM	10"
607	WETLAND/STREAM	F	WTG F1	WTG F1	350 MCM	10"
608	ROAD (328TH AVE.) & UNDERGROUND UTILITY	F	WTG F1	WTG F1	350 MCM	10"
609	ROAD (PRIVATE ROAD) & UNDERGROUND UTILITY	F	WTG F1	WTG F1	350 MCM	10"
610	ROAD (328TH AVE.)	F	WTG F1	WTG F1	350 MCM	10"
611	WETLAND/STREAM	F	WTG F1	WTG F1	350 MCM	10"
612	ROAD (323ST AVE.) & UNDERGROUND UTILITY	F	WTG F1	WTG F1	350 MCM	10"
613	ROAD (205TH ST.)	F	WTG F1	WTG F1	350 MCM	10"
700	WETLAND/STREAM	G	WTG G1	WTG G1	350 MCM	10"
701	WETLAND/STREAM	G	WTG G1	WTG G1	350 MCM	10"
702	WETLAND/STREAM	G	WTG G1	WTG G1	350 MCM	10"
703	WETLAND/STREAM	G	WTG G1	WTG G1	350 MCM	10"
704	ROAD (328TH AVE.)	G	WTG G1	WTG G1	350 MCM	10"
705	WETLAND/STREAM	G	WTG G1	WTG G1	350 MCM	10"
706	WETLAND/STREAM	G	WTG G1	WTG G1	350 MCM	10"
800	WETLAND/STREAM	H	WTG H1	WTG H1	4/0 AWG	8"
900	ROAD (328TH AVE.)	I	WTG I1	WTG I1	500 MCM	8"
901	WETLAND/STREAM	I	WTG I1	WTG I1	500 MCM	8"
902	ROAD (212TH ST.) & UNDERGROUND UTILITY	I	WTG I1	WTG I1	4/0 AWG	8"
903	ROAD (212TH ST.) & UNDERGROUND UTILITY	I	WTG I1	WTG I1	4/0 AWG	8"

**APPENDIX G to Supplement
for Road Use, Repair, and Improvements**

Permits

Once all the required road permits are received, this Appendix will be updated with fully executed documentation (currently in progress).