

Application to Amend Certificate of Compliance

Applicants: Montana Alberta Tie Ltd. and MATL LLP, Co-Permittees
Project: Montana Alberta Tie 230 kV International Transmission Line
Certificate: October 22, 2008, Certificate of Compliance; Montana Alberta Tie Ltd.
Date: April 2, 2012
Notice Dates: March 24, 2012 (Great Falls Tribune); March 28, 2012 (Choteau Acantha); March 29, 2012 (Conrad Independent Observer).

RECEIVED
APR 02 2012
DEQ / EMB

The above-referenced Applicants (together "MATL") hereby request to amend the above-referenced Certificate of Compliance ("Certificate") pursuant to Section 75-20-219, MCA. The requested amendment, and the information required to support this request, are set out below and in the included materials.

1. Amendments Requested. The October 2008 Certificate of Compliance issued for this project states that "the selected location represents the best balance of preferred location criteria listed in Circular MFSA-2, including avoidance of impacts to farmland, cost, avoidance of houses, public acceptance, paralleling existing corridors, and use of public lands." MATL believes the approved route and required mitigation provide necessary protections for known landowner issues and regulated resources. The introduction of new information and landowner-driven desire to further minimize the potential for unintentional impacts has led MATL to examine modifications to what are referred to as DEQ's Alternative 4, and to the DEQ local routing option referred to as "Southeast of Conrad." MATL requests the following amendments to the Certificate.

A. Alternative 4 – Great Falls Switchyard Modification:

Based on landowner coordination and the identification of design constraints at the NorthWestern Energy switchyard at the MATL project terminus at Great Falls, the transmission line corridor would be modified from approximately milepost 0/1 to 0/4 as depicted in Figure A. This proposed alignment modification shifts the north/south tangent run of the MATL transmission line west of and away from a number of existing and planned power lines coming into the same switchyard. While modified from the original design, the alignment would still fall within the approved 500-foot corridor from approximately milepost 0/4 to 0/8. It is anticipated that only two to three structures would lie outside the currently-approved corridor.

B. Southeast of Conrad – Banka Modification:

At Mr. Banka's request, the transmission line corridor would be modified from approximately milepost 58/4 to 61/2 as depicted in Figure A. This proposed alignment modification shifts the transmission line away from a number of cultural features, and provides better opportunity for structure placement outside of cultivated fields. This proposed alignment modification also reduces the number of railroad crossings required in this segment.

2. Public Notice of Amendment Request. Proof that notice of this amendment application was given in accordance with Section 75-20-213(1), MCA, is set forth under **Tab A**.

3. Background of and Reasons For Amendment Request. These proposed amendments are intended to mitigate impacts identified by the respective landowners. The proposed realignment shifts are minor as described as follows:

- The proposed transmission line alignment modifications do not create new or increased levels of environmental impact from that disclosed in the FEIS prepared in support of the Certificate issued for this project.
- The proposed transmission line alignment modifications are either entirely contained on the property of the requesting landowner or the requesting landowner has obtained the written agreement (including agreements to grant necessary easements) from all other contiguous landowners that may be affected. The written request for relocation of the transmission line corridor and the agreements of contiguous affected landowners will be provided to DEQ before May 2, 2012.
- The proposed transmission line alignment modifications meet tests of engineering, construction, and regulatory feasibility.
- The proposed transmission line alignment modifications do not materially increase structure count or line length.

4. Requirements. In respect to the issues addressed in the application and the FEIS, the application requirements set out in ARM § 17.20.801 *et. seq* and DEQ MFSA Circular 2 were satisfied in MATL's prior filings in respect to the Certificate, which to the extent necessary are incorporated herein by this reference. Pursuant to ARM 17.20.802 and .803, twenty (20) copies of this application are submitted in loose-leaf format.

5. Department decision under Section 75-20-219, MCA. Under Section 75-20-219(1), MCA, within 30 days after notice of an amendment to a certificate is given, the Department is required to determine whether the proposed amendment would result in a material increase in any environmental impact of the facility or a substantial change in the location of all or a portion of a facility as set forth in the certificate. If the Department determines that the proposed amendment would result in a material increase in any environmental impact of the facility or a substantial change in the location of all or a portion of the facility, the Department shall grant, deny, or modify the amendment with conditions as it considers appropriate.

Under Section 75-20-219(2), MCA, if the Department determines that the proposed amendment would not result in a material increase in any environmental impact or would not be a substantial change in the location of the facility, the Department shall automatically grant the amendment either as applied for or upon terms or conditions that the Department considers appropriate.

The proposed amendments do not result in any material increase in any environmental impact and would not be a substantial change in the location of the transmission line.

While the analysis in the FEIS prepared for this project was limited to a 500-foot corridor width, the alignment modifications requested in this amendment are all less than one-quarter (0.25) mile from the approved corridor, and all lie within an area with the same terrain and habitat conditions as the approved route.

Alignment Modification A shifts the alignment and structure locations further away from an increasingly congested entryway to the NorthWestern Energy switchyard at Great Falls, thus improving the design and operation of the facility overall. The modification lies mostly within the previously-approved corridor, but it is currently anticipated that two to three structures would be located outside the 500-foot corridor. This newly analyzed portion lies within an uncultivated coulee and has been surveyed for cultural and biological resources. No sensitive features have been identified. This new alignment was proposed by NorthWestern Energy and is supported by the neighboring affected landowners.

Alignment Modification B shifts the alignment and structure locations away from the center of a cultural resource site, thus reducing the potential for encountering cultural features during construction and maintenance of the line. The modification lies mostly within broken, uncultivated terrain, thus reducing the amount of line previously approved for location in cultivated fields. A diagonal crossing of a minimal amount of cultivated land is still required for this modified alignment. This diagonal crossing was proposed by and supported by the affected landowner.

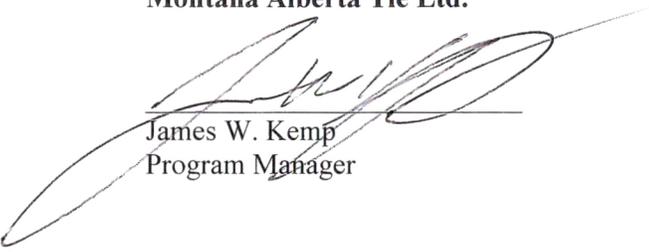
Due to the limited and localized nature of the alignment shifts, there are no material changes in the basis of any finding of public interest, convenience and necessity; need; or minimum impact standards, pursuant to subchapter 16.

Because the proposed amendments do not result in any material increase in the environmental impact of the transmission line and do not result in a substantial change in the location of the facility, the Department should automatically grant the amendments under Section 75-20-219(2), MCA.

If the Department determines that the corridor should be in a location materially different from that requested in this application, MATL requests that this amendment application be denied.

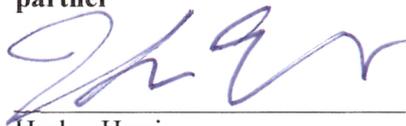
DATED this 2nd day of April 2012.

Montana Alberta Tie Ltd.



James W. Kemp
Program Manager

**MATL LLP, by Montana Alberta Tie
US Holdings GP Inc., its general
partner**



Harley Harris
Senior Legal Counsel

Figure A:

Great Falls Switchyard Modification

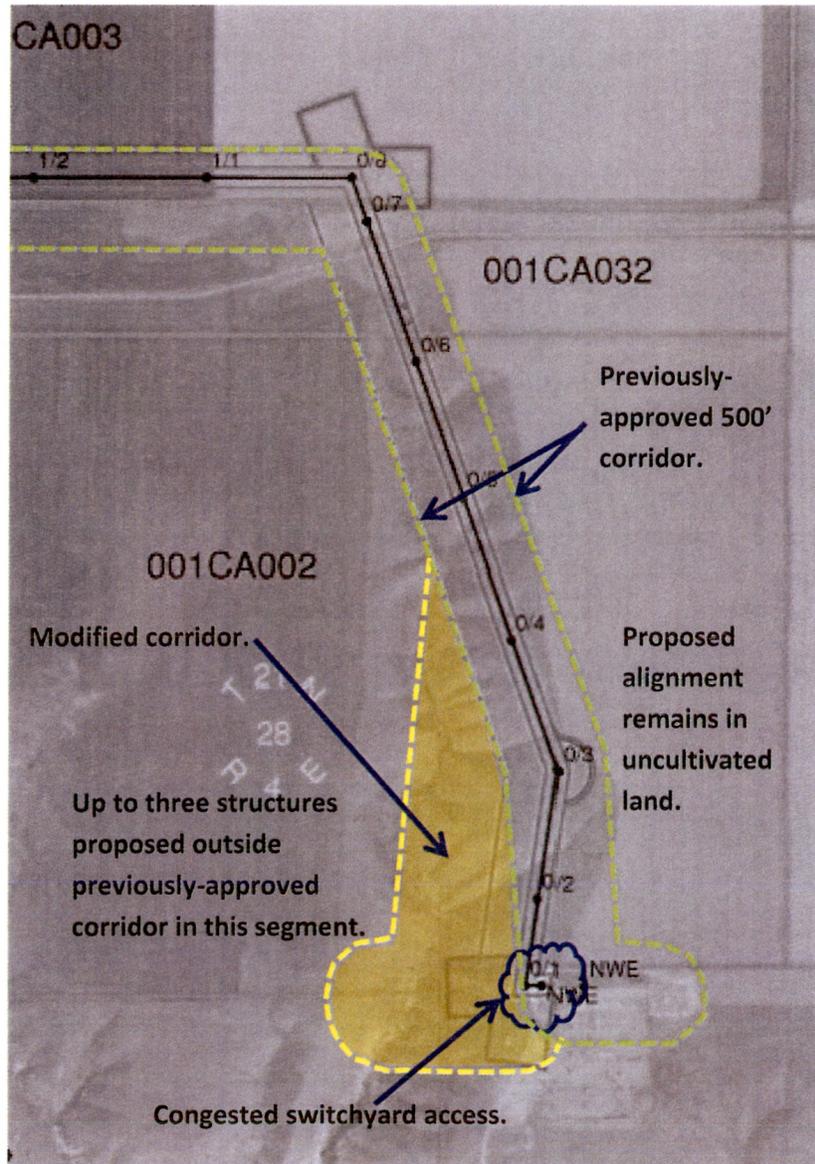
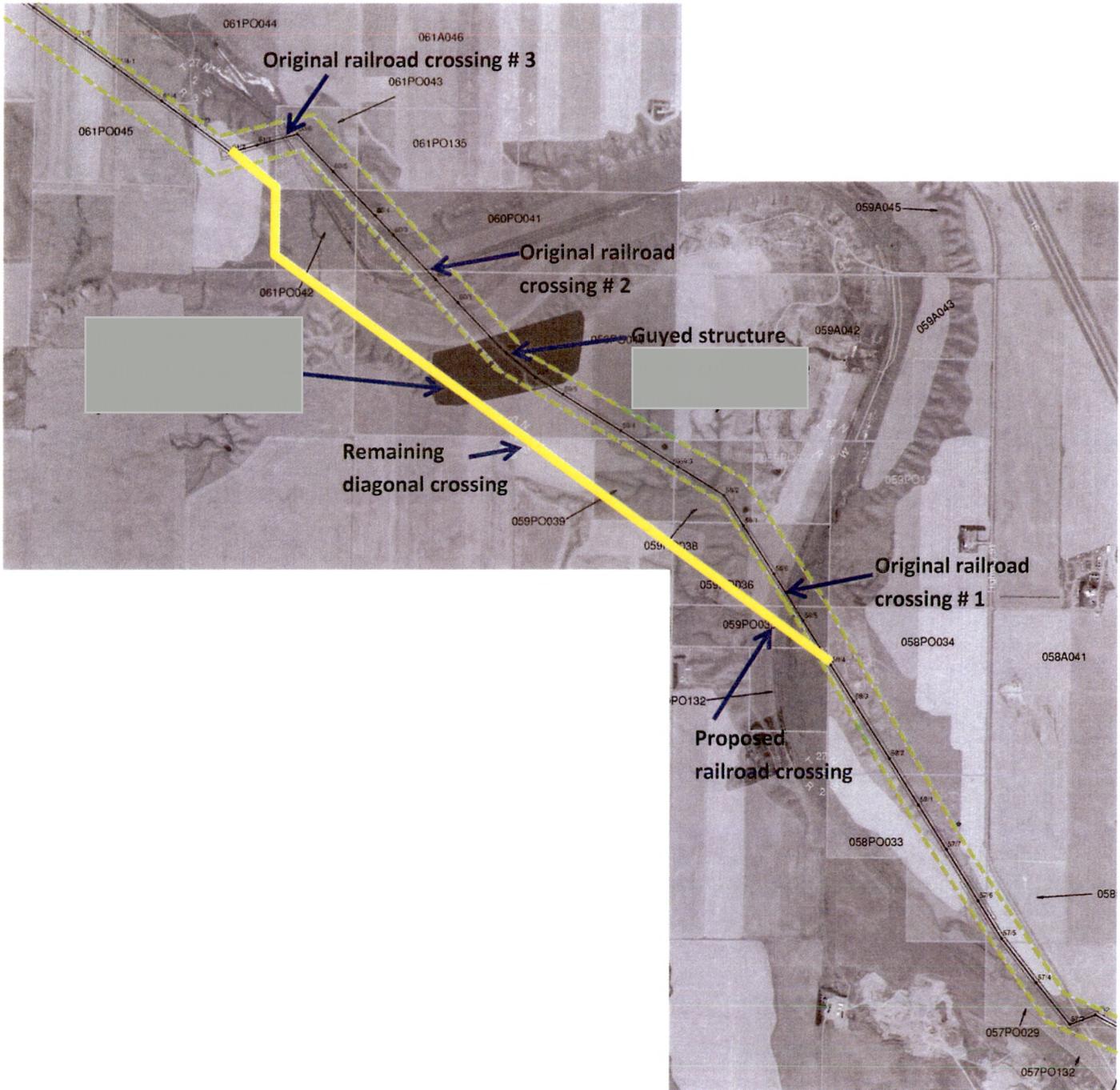


Figure B:

Southeast of Conrad – Banka Modification



Tab A

Proof of Public Notice

Certificate of Service

This is to certify that on March 30, 2012, I Lisa Gallegos-Thompson, in accordance with §75-20-219(1) MCA, placed in the United States Mail, postage prepaid, a copy of the attached "Public Notice" to all active parties in Montana Board of Environmental Review Docket Nos. MFS-019, MFS-021, MFS 2010-15 and MFS 2010-16.

Mr. G. Steven Brown
Power Block Building, Ste. 4-0
Helena, MT 59601

Chris Stephens
2340 17 Rd. NE.
Dutton, MT 59433

Katrina Wilson Martin
1720 24th Lane NE
Dutton, MT 59433

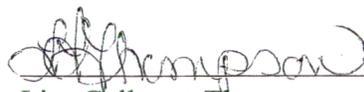
Jerry McRae
1830 19th Lane NE
Dutton, MT 59433

Michael & Cindy Koenig
319 Second Avenue
Conrad, MT 59425

Donald & Evelyn Koenig
540 Healy Spring Road
Conrad, MT 59425

Hertha Lund
Lund Law, PLLP
502 19th, Ste. 102
Bozeman, MT 59718

Ronald & Debbie Laubach
1199 Wilson Road
Power, MT 59468



Lisa Gallegos-Thompson

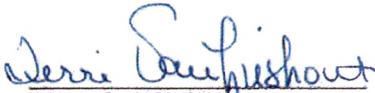
AFFIDAVIT OF PUBLICATION
THE GREAT FALLS TRIBUNE
205 RIVER DR S
GREAT FALLS, MT 59405
Phone: (406) 791-1444
Toll Free (800) 438-6600

Terri VanLieshout, being first duly sworn deposes and says that GREAT FALLS TRIBUNE COMPANY is a corporation duly incorporated under the laws of the State of Delaware, that the said GREAT FALLS TRIBUNE COMPANY is the printer and publisher of the GREAT FALLS TRIBUNE, a daily newspaper of general circulation of the County of Cascade, State of Montana, and that the deponent is the principal clerk of said GREAT FALLS TRIBUNE COMPANY, printer of the GREAT FALLS TRIBUNE, and that the advertisement here to annexed...

PUBLIC NOTICE - PURSUANT TO SECTION 75-20-213(1)

Has been correctly published ONE time in the regular and entire issue of said paper on the following dates:

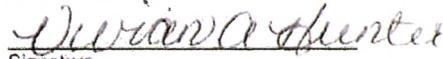
MARCH 24TH 2012


STATE OF MONTANA
County of Cascade

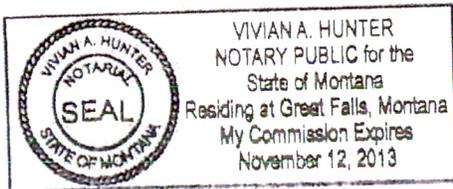
On this 26TH day of MARCH 2012, before me the undersigned, a Notary Public of the State of Montana, personally appeared Terri VanLieshout, known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that she executed the same.

In witness whereof, I have hereunto set my hand and affixed my Notarial Seal the day and year first above written.

Vivian A Hunter
Print Name


Signature

NOTARY PUBLIC for the State of Montana
Residing in Cascade County
My commission expires: 11/12/13



PUBLIC NOTICE

Pursuant to Section 75-20-213(1), MCA, co-permittees Montana Alberta Tie Ltd. and MATL LLP (together MATL) give notice that, on April 2, 2012, they will file with the Montana Department of Environmental Quality (DEQ) an application to amend the October 22, 2008 Certificate of Compliance (Certificate) relating to the Montana Alberta Tie International Transmission Line, as follows:

1. The approved construction corridor would be relocated approximately one-quarter (1/4) mile to the west, beginning approximately at Milepost 58 (in the W1/2 NW1/4 NE1/4 of Sec. 18, T. 27 N., R. 2 W., Pondera County) and running northwesterly to where it joins the current construction corridor at approximately milepost 61 (in the NW1/4 SE1/4 of Sec. 2, T. 27 N., R. 3 W., Pondera County). The affected portion of the transmission line is located approximately 3.7 miles south of Conrad in Pondera County.

2. The approved construction corridor would be relocated to allow for access into the North-Western Energy Great Falls substation from the west at Milepost 0 (in the SE 1/4 of Sec. 28, T. 28 N., R. 4 E., Cascade County). The affected portion of the transmission line is located approximately 5.2 mile northeast of the center of Great Falls.

A complete copy of the Certificate and MATL's application, including a map depicting the locations of the proposed amended corridor, is available by calling (406) 443-6430, or on the DEQ's website at:

<http://www.deq.mt.gov/MFS/MATL.mcp>
Pursuant to Section 75-20-219, MCA, DEQ must make a determination on MATL's request within 30 days of the date it is filed with DEQ. Comments on the application submitted by the public and otherwise affected parties must be received by DEQ by close of business on April 9, 2012. There will also be another opportunity to comment on the application during the Montana Environmental Policy Act review process. Comments may be submitted by mail to Tom Ring, DEQ Environmental Management Bureau, P.O. Box 200901, Helena, MT 59620-0901, or electronically at tring@mt.gov.
Montana Alberta Tie Ltd./MATL LLP
30 West 14th, Suite 207
Helena, Montana, 59601
(406) 443-6430
(206497) 3/24.

AFFIDAVIT OF PUBLICATION
IN THE

Weekly Newspaper, Choteau, Montana

STATE OF MONTANA }
County of Teton } ss.

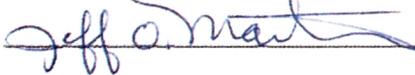
Jeff O. Martinsen, being duly Sworn, upon oath deposes and says:

(1) That he is the publisher of THE CHOTEAU ACANTHA, a newspaper of general circulation published weekly at Choteau, Teton County, Montana.

(2) That the notice hereunto attached was published in the said CHOTEAU ACANTHA once each week for ONE (1) successive weeks.

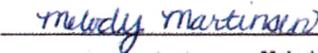
(3) That the first publication of said notice was on the 28th day of MARCH, 12, and that the last publication was on the 28th day of MARCH, 12.

(4) That the said notice was published in the regular and entire issue of every number of the said CHOTEAU ACANTHA during the period and time of said publication, and in the newspaper, proper, and not in supplement thereof.



State of Montana
County of Teton

Signed and sworn to before me this 28th day of MARCH, 2012,
by Jeff O. Martinsen.



Melody Martensen,
Notary Public
for the State of Montana,
residing at Choteau,
Montana.
My Commission
expires Oct. 15, 2012.

PUBLIC NOTICE

Pursuant to Section 75-20-213(1), MCA, co-permittees Montana Alberta Tie Ltd. and MATL,LLP (together MATL) give notice that, on April 2, 2012, they will file with the Montana Department of Environmental Quality (DEQ) an application to amend the October 22, 2008 Certificate of Compliance (Certificate) relating to the Montana Alberta Tie International Transmission Line, as follows:

1. The approved construction corridor would be relocated approximately one-quarter (1/4) mile to the west, beginning approximately at Milepost 58 (in the W1/2 NW1/4 NE1/4 of Sec. 18, T. 27 N., R. 2 W., Pondera County) and running northwesterly to where it joins the current construction corridor at approximately milepost 61 (in the NW1/4 SE1/4 of Sec. 2, T. 27 N., R. 3 W., Pondera County). The affected portion of the transmission line is located approximately 3.7 miles south of Conrad in Pondera County.

2. The approved construction corridor would be relocated to allow for access into the NorthWestern Energy Great Falls substation from the west at Milepost 0 (in the SE 1/4 of Sec. 28, T. 28 N., R. 4 E., Cascade County). The affected portion of the transmission line is located approximately 5.2 mile northeast of the center of Great Falls.

A complete copy of the Certificate and MATL's application, including a map depicting the locations of the proposed amended corridor, is available by calling (406) 443-6430, or on the DEQ's website at: <http://www.deq.mt.gov/MFS/MATL.mcp>

Pursuant to Section 75-20-219, MCA, DEQ must make a determination on MATL's request within 30 days of the date it is filed with DEQ. Comments on the application submitted by the public and otherwise affected parties must be received by DEQ by close of business on April 9, 2012. There will also be another opportunity to comment on the application during the Montana Environmental Policy Act review process. Comments may be submitted by mail to Tom Ring, DEQ Environmental Management Bureau, P.O. Box 200901, Helena, MT 59620-0901, or electronically at tring@mt.gov.

Montana Alberta Tie Ltd./MATL, LLP
30 West 14th, Suite 207
Helena, Montana, 59601
(406) 443-6430

1 Pub.: March 28, 2012

Affidavit of Publication

State of Montana)
County of Pondera) ss,

Patricia J. Lee

being only sworn upon her oath says: That she is the Publisher of "The Independent-Observer", a weekly newspaper of general circulation, published weekly at Conrad, in the County of Pondera, State of Montana.

That the notice hereunto attached was published in the said "Independent-Observer" once each week for 1 successive week(s).

That the first publication of said notice was on the 29 day of March, 2012

That the last publication of said notice was on the 29 day of March, 2012

That the said notice was published in the regular and entire issue of every said "Independent-Observer" during the period and time of said publication, and in the newspaper proper, and not in a supplement.

Patricia J. Lee
Title: Publisher

Sworn to and subscribed before me this 29 day of March, 2012

Julie Beaman
Julie Beaman

Notary Public for the State of Montana, residing at Conrad, Montana. My commission expires

July 21, 2012



LEGAL NOTICE

Pursuant to Section 75-20-213(1), MCA, permittees Montana Alberta Tie Ltd. and MATL LLP (together MATL) give notice that, on April 2, 2012, they will file with the Montana Department of Environmental Quality (DEQ) an application to amend the October 22, 2008 Certificate of Compliance (Certificate) relating to the Montana Alberta Tie International Transmission Line, as follows:

1. The approved construction corridor would be relocated approximately one-quarter (1/4) mile to the west, beginning approximately at Milepost 58 (in the W1/2 NW1/4 NE1/4 of Sec. 18, T. 27 N., R. 2 W., Pondera County) and running northwesterly to where it joins the current construction corridor at approximately milepost 61 (in the NW1/4 SE1/4 of Sec. 2, T. 27 N., R. 3 W., Pondera County). The affected portion of the transmission line is located approximately 3.7 miles south of Conrad in Pondera County.

2. The approved construction corridor would be relocated to allow for access into the NorthWestern Energy Great Falls substation from the west at Milepost 0 (in the SE 1/4 of Sec. 28, T. 28 N., R. 4 E., Cascade County). The affected portion of the transmission line is located approximately 5.2 mile northeast of the center of Great Falls.

A complete copy of the Certificate and MATL's application, including a map depicting the locations of the proposed amended corridor, is available by calling (406) 443-6430, or on the DEQ's website at: <http://www.deq.mt.gov/MFS/MATL.mcp>

Pursuant to Section 75-20-219, MCA, DEQ must make a determination on MATL's request within 30 days of the date it is filed with DEQ. Comments on the application submitted by the public and otherwise affected parties must be received by DEQ by close of business on April 9, 2012. There will also be another opportunity to comment on the application during the Montana Environmental Policy Act review process. Comments may be submitted by mail to Tom Ring, DEQ Environmental Management Bureau, P.O. Box 200901, Helena, MT 59620-0901, or electronically at tring@mt.gov.

Montana Alberta Tie Ltd./MATL LLP
30 West 14th, Suite 207
Helena, Montana, 59601
(406) 443-6430

Published March 29, 2012