

**EXHIBIT G-1.a - Addendum**

**For Settling Companies**

**ADAPTIVE MANAGEMENT PLAN**

**March 10, 2011**

The Settling Companies Adaptive Management Plan (Settling Companies AWPPS/AMP), required by condition 7 of Resolution Z-11-xx, is to be implemented together with all of the conditions as set forth below. The terms “Settling Company” or “Settling Companies” means respectively one or more of three Wind Power Companies: 1) “ESI” (collectively, ESI Bay Area GP, Inc., ESI Altamont Acquisitions, Inc. on behalf of Green Ridge Power, LLC, and ESI Tehachapi Acquisitions on behalf of Altamont Power, LLC; 2) enXco, Inc.; and 3) SeaWest Power Resources, LLC. The terms “Settling Party” or “Settling Parties” means respectively one or more of the Settling Companies, Audubon (collectively, Golden Gate Audubon Society, Ohlone Audubon Society, Mount Diablo Audubon Society, Santa Clara Valley Audubon Society, and Marin Audubon Society), and the County of Alameda (the “County”), each of which was a signatory to the Settlement Agreement adopted by the County Board of Supervisors by Resolution R-2007-111.

Among the turbines subject to the Permit, some are owned beneficially only by Wind Power Companies and some are owned by a Wind Power Company and a non-settling party. Only the turbines owned beneficially solely by a Settling Company, with no non-settling party beneficial interest, are affected by the conditions set forth below (the “Applicable Turbines”).

Throughout all years of the Adaptive Management Plan, the Scientific Review Committee (SRC) shall investigate, monitor and evaluate the effectiveness of the Program and the Adaptive Management Plan, using input from the Permittee(s), the County consultant and state-sponsored research, and subsequently recommend adjustments, and design and implementation of alternative strategies in accordance with the conditions set forth below. The County consultant, as a neutral third party, shall also continue to report on avian mortality and injury using methods approved by the SRC through the life of the Permit(s).

The Adaptive Management Plan (AMP) has been adopted pursuant to Condition 7 of the 26 amended Conditional Use Permits (CUPs), previously approved by the County Board of Supervisors by Resolution R-2005-453, by East County Board of Zoning Adjustments’ Resolution Z-06-04, both of which were subsequently modified by Resolution R-2007-111.

The terms and conditions of the Adaptive Management Plan are as follows:

**1. REMOVAL AND RELOCATION OF HIGH RISK TURBINES AND TOWERS**

(a) High Risk Turbines (“HRTs”) shall be defined as Applicable Turbines rated 7-10 by the SRC consistent with the “Hazardous Rating Scale of the SRC”, document P69 (Final 2-1-08). HRTs do not include turbines or towers located on the Santa Clara site.

(b) The County has provided to the Wind Companies a list of their respective turbines and their corresponding rating (the “Turbine Ratings”) from the 2010 HRT Rankings.

(c) Within fifteen (15) days of the final approval of the Adaptive Management Plan, each Wind Company shall confirm its list of HRTs, and shall submit to the County a detailed map identifying the location and site numbers for the confirmed HRTs attributed to it.

(d) In order to eliminate high risk turbine sites and situations, each Wind Company shall remove HRTs<sup>1</sup>, not including HRTs located on the Santa Clara site, according to SRC document P70 Relocation Guidelines, including subsequent updates, as follows:

- (i) Within forty-five (45) days of the final approval of the Adaptive Management Plan:
  - A. ESI shall have removed all<sup>2</sup> (19) of its HRTs ranked 9 through 10; provided, however, that ESI may continue to operate one (1) KVS-33 (400 kW capacity) turbine ranked 9, two (2) KVS-33 (400kW capacity) turbines ranked 9.5, and one (1) KVS-33 (400 kW capacity) turbine ranked 10, in exchange for having removed four (4) Kenetech 56-100 turbines ranked 8.5<sup>3</sup> and six (6) 56-100 turbines ranked 8 (for a net removal of 15).
  - B. enXco shall have removed all<sup>4</sup> (4 of its HRTs ranked 9 through 10.
  - C. SeaWest shall have removed all<sup>5</sup> (1) of its HRTs ranked 9 through 10.
- (ii) By February 15, 2012 after the SRC considers the on-the-ground conditions of HRTs ranked 8.5 and makes recommendations on their removal/relocation:
  - A. ESI shall have removed its HRTs ranked 8.5 (up to 38 HRTs), if and as recommended by the SRC.
  - B. enXco shall have removed its HRTs ranked 8.5 (up to 6 HRTs), if and as recommended by the SRC.
  - C. SeaWest shall have removed its HRTs ranked 8.5 (up to 11 HRTs), if and as recommended by the SRC.

---

<sup>1</sup> SeaWest and enXco have fully complied with Section 1(d)(i) and (ii), having voluntarily removed all of their HRTs ranked 8.5 through 10 by September 30, 2010.

<sup>2</sup> SRC Document M51 Altamont Pass Wind Resource Area Hazardous Turbine Rankings: Table 5 – Number of Turbines Surveyed and Ranked Turbine Addresses in 2007 and 2010.

<sup>3</sup> Note: ESI to provide how many HRTs will be removed for the Vasco Winds repowering.

<sup>4</sup> SRC Document M51 Altamont Pass Wind Resource Area Hazardous Turbine Rankings: Table 5 – Number of Turbines Surveyed and Ranked Turbine Addresses in 2007 and 2010.

<sup>5</sup> SRC Document M51 Altamont Pass Wind Resource Area Hazardous Turbine Rankings: Table 5 – Number of Turbines Surveyed and Ranked Turbine Addresses in 2007 and 2010.

- (iii) By February 15, 2013, after the SRC considers the on-the-ground conditions of HRTs ranked 8.0 and makes recommendations on their removal/relocation:
  - A. ESI shall have removed its HRTs ranked 8.0 (up to 98 HRTs), if and as recommended by the SRC.
  - B. enXco shall have removed its HRTs ranked 8.0 (up to 44 HRTs), if and as recommended by the SRC.
  - C. SeaWest shall have removed its HRTs ranked 8.0 (up to 20 HRTs), if and as recommended by the SRC.

(e) The SRC shall have completed consideration of the relevant conditions and provided each Wind Company with a list of HRTs ranked 8.5 that must be removed or relocated pursuant to subsection d(ii) above on or before August 1, 2011 and HRTs ranked 8.0 that must be removed or relocated pursuant to subsection (d)(iii) above on or before September 30, 2012.

(f) If a wind company removes HRTs for purposes of a repowering project or to otherwise satisfy a requirement of section 6, then the County, in consultation with the SRC, will grant that wind company credit for removals of HRTs ranked 8 or greater as part of a repowering project or to otherwise satisfy a requirement of section 6 and the wind company will be eligible to receive credit for such removals toward the removal requirements in section 1(d), as determined by the County based on recommendations of the SRC. *Notwithstanding the foregoing, Sections 1.d(ii) and (iii) shall not apply to ESI if it removes turbines for Phase 1 of its repowering plan by February 15, 2012.*

(g) HRTs subject to a removal requirement above shall not be relocated to turbines sites rated 7 through 10; provided, however, that the SRC may authorize relocation to sites rated 7 through 10 if that relocation will reduce risk or eliminate a hazardous situation (for example by filling a gap). Any HRT subject to a removal requirement above should not be relocated within any areas identified for the initial phases of repowering (discussed in section 6 below). The Settling Wind Power Companies shall submit relocation plans for the February 15, 2012 removals (HRTs ranked 8.5) on or before October 15, 2011 and for the February 15, 2013 removals (HRTs ranked 8.0) on or before November 1, 2012 to the SRC for review and approval prior to relocating or re-siting removed turbines. The SRC will review and recommend approval of relocation plans within forty-five (45) days of submittal.

## **2. SEASONAL SHUTDOWN**

(a) The Wind Companies shall shut down Applicable Turbines in accordance with the CUPs; provided, however, that the Wind Companies shall shut down their turbines on a one-time universal basis per season commencing on November 1 (i.e., the Wind Companies will not shut down half the turbines in the staggered cross-over design as initially required under the CUPs).

(b) Within 14 days after the requirement to initiate or complete seasonal shutdown as specified in the CUPs, (a) ESI shall submit operational data maintained in the normal course of operations to the Compliance Monitor demonstrating operating time per day for each Applicable Turbine for the duration of the seasonal shutdown since its commencement; and (b) SeaWest and enXco shall submit meter readings maintained in the normal course demonstrating power generation for all Applicable Turbines under their control for the duration of the seasonal shutdown since its commencement.

### **3. UNPRODUCTIVE TURBINES AND TOWERS**

(a) Unproductive Turbines and Towers are: (a) Applicable Turbines that have remained non-operational for 12 consecutive months and (b) Applicable Turbine sites with towers only. Unproductive Turbines and Towers do not include turbines or towers located on the Santa Clara site.

(b) The current allotment of allowable Unproductive Turbine and Tower sites for each Wind Company is as follows:

- (i) ESI – 30 turbines;
- (ii) enXco – 15 turbines; and
- (iii) SeaWest – 12 turbines.

(c) Within fifteen (15) days of the final approval of the Adaptive Management Plan, each Wind Company shall submit to the County, a detailed map that identifies the location and site numbers of Unproductive Turbines and Towers held in reserve as part of each company's annual allotment of Unproductive Turbines and Towers.

(d) Within forty-five (45) days of the final approval of the Adaptive Management Plan, or as soon as soil conditions allow, each Wind Company shall remove all Unproductive Turbines and Towers such that each Wind Company's final allotment of Unproductive Turbines and Towers held in reserve shall be reduced to zero (0) and thereafter each Wind Company shall remove all Unproductive Turbines and Towers when and as they become unproductive as that term is defined in (a) above. Each Wind Company shall provide the County with written notification of the removal of Unproductive Turbines and Towers within ten (10) days of such removal.

(e) All Wind Companies are strongly encouraged to remove non-operational Turbines and Towers before they become Unproductive Turbines and Towers so as not to create high risk situations per SRC document P70 Relocation Guidelines. Each Wind Company shall provide the County with written notification of the removal of non-operational Turbines and Towers within ten (10) days of such removal.

**4. CONFIRMATION OF TIMELY REMOVAL/RELOCATION OF HIGH RISK TURBINES AND UNPRODUCTIVE TURBINES AND TOWERS**

(a) Within fifteen (15) days of the final approval of the Adaptive Management Plan, each Wind Company shall submit a map to the County detailing the locations to which HRTs have been relocated (to the extent they are permitted to be and have been relocated).

(b) The Compliance Monitor shall physically confirm and document by digital photograph the timely removal of HRTs and the removal of Unproductive Turbines and Towers as specified in this Plan.

(c) Between April 11 and May 15 of 2011 and annually, thereafter, between February 15 and March 15, the Compliance Monitor shall:

(i) confirm the removal of HRTs pursuant to section 1 of this Plan and the removal of Unproductive Turbines and Towers pursuant to section 3 of this Plan;

(ii) randomly inspect between five (5) and ten (10) relocation areas (i.e., groupings of turbines) to confirm that relocated turbines were relocated consistent with Section 3 of the SRC Relocation Guidelines, document P70 (1-30-2008); and

(iii) physically confirm and document by digital photograph the timely removal of any Unproductive Turbines and Towers that may be required to be removed pursuant to section 3 above by randomly inspecting at least eight (8) groups of approximately fifty (50) turbines.

(d) Within 14 days of any Compliance Monitor deadline in this Plan, the Compliance Monitor shall notify the applicable Wind Company, the County and Audubon of any purported noncompliance (the “Notice”). The Compliance Monitor shall schedule a meet and confer with the applicable Wind Company, County and Audubon concerning any potential noncompliance within 14 days of the Notice.

**5. BURROWING OWL AND ADJUSTMENT FACTOR STUDIES**

(a) The SRC strongly recommended two studies in its prioritization of management measures to achieve a 50% reduction in raptor mortality: (1) burrowing owl behavioral study; and (2) research on the adjustment factors (collectively, “Additional Studies”).

(b) If the Planning Director concludes that the SRC is able to design an effective burrowing owl behavioral study that will inform repowering within the APWRA, then that study shall be conducted.

(c) If the Planning Director determines that the adjustment factors research does not duplicate studies being conducted by others (e.g., CalWEA) and will inform repowering within the APWRA then the adjustment factors research shall be conducted.

(d) If the Planning Director determines that either or both of the Additional Studies are to be conducted, then they shall be funded by the Wind Companies in proportion to the rated megawatt (MW) capacity of the facility as listed in Resolution No. R-2007-111, Exhibit F, as amended and adjusted annually.

(e) The cost of the Additional Studies may be off-set by reductions in the level of effort required of the Monitoring Team, including (i) a reduction in the number of turbines sampled, (ii) discontinuing the collection of information for nonnative species; and, (iii) such other methods as are recommended by the SRC.

(f) If funding is available from sources other than the Wind Companies (e.g., grants) then the addition of further studies, such as a Golden Eagle study or a radioisotope study, should be conducted.

## **6. REPOWERING, INCLUDING CAREFUL SITING OF TURBINES**

(a) The SRC's first priority recommended management measure is the repowering of the Wind Companies' existing wind turbine operations at the APWRA "as soon as possible, including careful siting" Repowering generally refers to the replacement of existing, first generation wind turbines with larger modern, second or later generation turbines. While repowering is contingent upon the completion of the requisite environmental reviews, the removal of existing turbines and towers is not. The Parties previously acknowledged that future repowering of the APWRA "will play an important role in the adoption of adaptive management measures ... and/or in the development of the NCCP or similar agreement." Resolution R-2007-111, Exhibit G-1, Section 6.c.

(b) On December 3, 2010, ESI, Audubon and the California Attorney General entered into an "Agreement to Repower Turbines at the Altamont Pass Wind Resources Area" (the "Repowering Agreement"). The Repowering Agreement included, among other things, a schedule for ESI to repower its existing, first generation turbines APWRA-wide. The ESI repowering schedule is contingent upon ESI obtaining "all necessary local, state and/or federal entitlements, permits, certifications or similar approvals ("Approvals")." It is the County's intent that the ESI schedule for the removal of existing, first generation turbines and towers contained in section 6(c)(i) of this Adaptive Management Plan be reasonably consistent with the repowering schedule in the Repowering Agreement.

(c) By May 1, 2011, the Settling Wind Power Companies each shall have submitted to the County a detailed repowering proposal. The proposal may be phased, but shall address no less than 25% of each Settling Wind Power Companies' individually-owned existing turbines (the "1<sup>st</sup> Phase"). These repowering proposals may be used for the project-specific portion of the Programmatic EIR for the APWRA. The following permanent removals of existing (non-repowered) first generation turbines and towers will be considered the first steps toward repowering:

(i) ESI.

(A) The Repowering Agreement obligates ESI to repower the existing, first generation turbines that ESI currently owns and operates in the APWRA in not more than three phases, with each phase representing up to approximately 80 MW of rated capacity. Phase 1 is described in the Environmental Impact Report that the County of Contra Costa is preparing for ESI's Vasco Winds project. Phase 2 and 3 will be projects in Alameda County.

(B) If ESI obtains Approvals for Phase 1 by February 28, 2011, it is obligated to repower Phase 1 by December 31, 2011. Regardless of whether Approvals for Phase 1 are obtained by February 28, 2011, ESI is obligated to "continue to use all commercially reasonable efforts to repower" Phase 1 turbines by December 31, 2012. In anticipation of the Phase 1 repowering project, if it obtains the necessary Approvals by February 28, 2011, ESI shall have ceased operation and permanently removed not less than 25% of its individually-owned existing turbines (regardless of whether those turbines are located in Contra Costa or Alameda County) by September 30, 2011.

(ii) SeaWest. If and only if by September 30, 2012, a 50% reduction in raptor mortality is not achieved, SeaWest shall have ceased operation of and permanently removed 25% of its Applicable Turbines by February 15, 2013. The denominator for this equation is the number of Applicable Turbines on the date of the CUPs (2005) and does not include turbines or towers located on the Santa Clara site. Any Applicable Turbine removed since the date of the CUPs counts toward the 25% reduction required under this provision.

(iii) enXco. If and only if by September 30, 2012, a 50% reduction in raptor mortality is not achieved, enXco shall have ceased operation of and permanently removed 25% of its Applicable Turbines by February 15, 2013. The denominator for this equation is the number of Applicable Turbines on the date of the CUPs (2005). Any Applicable Turbine removed since the date of the CUPs counts toward the 25% reduction required under this provision.

(d) The timing of the foregoing removals assumes ample time to complete the requisite environmental review the County CUPs and related Approvals, renegotiating or obtaining new land lease contracts, renegotiating power purchase contracts, and obtaining environmental approvals.

(e) The SRC shall make the determinations in this Section 6 as to whether a 50% reduction in raptor mortality has been achieved by the dates specified above.

**7. UPDATE OF ADAPTIVE MANAGEMENT PLAN**

(a) Updates to this Adaptive Management Plan will be implemented if a 50% reduction in raptor mortality is not achieved by September 30, 2012. The SRC will prioritize adaptive management measures, including an evaluation of management measures that have not reduced raptor mortality at the expense of energy production, after analyzing field monitoring

data. The SRC shall use its best efforts to achieve its prioritization of management efforts by January 1, 2013.

(b) By April 1, 2013, Settling Wind Power Companies and Audubon will propose updates to this Adaptive Management Plan to the County for review pursuant to Condition 7 of the CUP. Unless the Settling Parties agree upon and establish a new metric, the updates will be designed to achieve a 50% reduction in raptor mortality with the least impact on energy production, and may include the elimination or reduction of seasonal shutdowns. If the Settling Wind Power Companies and Audubon are not able to agree upon updates to the Adaptive Management Plan, they shall submit separate update proposals to the County by April 1, 2013.

(c) After receipt of the update proposal or proposals, the County shall consult the SRC and, after considering the SRC's recommendations, the County shall act (pursuant to Condition 5 of the CUPs, as necessary) on the updates to this Adaptive Management Plan by July 1, 2013.