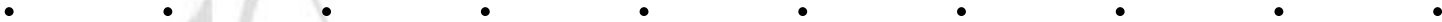
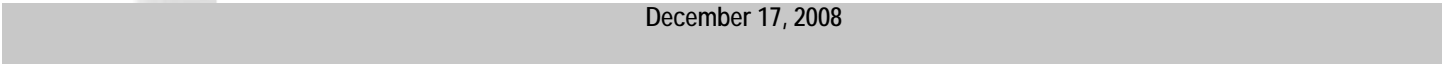




**Development Permit Application
to the
Municipal District of Willow Creek
for the
Ardenville Wind Farm**



*69 MW Wind Power Plant
Near Fort MacLeod, Alberta*



December 17, 2008

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The Ardenville Wind Farm

1. Introduction

Project Summary

TransAlta Wind, a division of TransAlta Corporation proposes to build, own and operate a wind electricity generating plant approximately 13 km southwest of Fort Macleod, in the Municipal District of Willow Creek. The wind farm will consist of up to 23 wind turbines each with a nameplate capacity of 3 MW for a total wind farm rated capacity of 69 MW. The turbines will be connected to the Alberta Electric System through a substation and proposed 11 km transmission line running north of the project to the proposed Blue Trail Substation. There will be 2 permanent met towers within the wind farm site.

The wind farm will be capable of producing 211,500 million kilowatt hours of electricity per year equivalent to the amount of energy needed to supply approximately 27,120 average households.

Project Ownership

The project will be built, owned and operated by TransAlta Corporation, Canada's largest non-regulated power generation and wholesale marketing company with approximately 8,000 megawatts of capacity in operation. The company has permitted, owns and or operates a number of other projects within this municipality including the McBride Lake Wind Farm, McBride Lake East turbine, Macleod Flats Exploratory Turbine and the proposed Blue Trail Wind Farm.

2. Applications and Approvals

TransAlta Wind will be submitting separate applications for other pertinent approvals to:

- the Alberta Utilities Commission, for approval to construct and operate and interconnect the wind farm, substation and transmission line;

- the Alberta Electric System Operator (AESO) under the General Pool Access tariff to interconnect the project to the Alberta Interconnected System in order to exchange energy through the Power Pool of Alberta;
- the Power Pool of Alberta for an Asset Addition approval;
- Transport Canada for an Aeronautical Obstruction Clearance in compliance with Canadian Aviation Regulations;
- Alberta Community Development for determination of Historical Resources Act Clearance for the site; and,
- Alberta Transportation for a Roadside Development Permits for turbines within 300m of Secondary Highway 810.

Existing or Pending Approvals

The company has filed a Preliminary Assessment Application for system access with the Alberta Electric System Operator (AESO).

Dr. Brian Reeves of Lifeways of Canada has conducted a full Historical Resources Impact Assessment on the site and will subsequently be filing that information with Alberta Community Development to attain Historical Resources Act Clearance. Project design has been created in consideration of archaeological features.

3. Project Location

Regional Location

The project site is located in the southwest portion of the MD of Willow Creek, approximately 13 km south Fort Macleod. The wind farm lies to the east of Secondary Highway 810 between Township Roads 76 and 70. The project will be built on land used as grazing pasture or cropland. Maps of the project lands are included as Appendix A.



Legal Description of Site Lands

Location	Quarter	Section	Twp	Range	Meridian
Project Lands	NH, SE	3	7	26	W4M
	All	10	7	26	W4M
	NE	2	7	26	W4M
	All	11	7	26	W4M
	EH	15	7	26	W4M
	NE	14	7	26	W4M
	All	22	7	26	W4M
	All	23	7	26	W4M
	All	27	7	26	W4M
	WH, SE	26	7	26	W4M
	SW	35	7	26	W4M
	SH	34	7	26	W4M
Substation	SE	27	7	26	W4M
Interconnection Point	SE	27	7	26	W4M
Proposed Met Tower A	SW	34	7	26	W4M
Proposed Met Tower B	SE	26	7	26	W4M
Proposed Met Tower E	NW	15	7	26	W4M
Proposed Met Tower G	NE	3	7	26	W4M

Turbine and Substation Locations

A spreadsheet of latitude, longitude and elevation of each turbine in decimal degrees has been included in Appendix F. We are likewise forwarding this information in electronic format as a GIS file.

Appendix A contains the following additional maps

- Turbines, Met Towers, Substation on ATS Map
- Setbacks from Property Lines and Roadways Map
- Access Roads and Trails
- Proposed Gathering System

Land Ownership

There are 15 different landowners involved in the project. Right of Entry Authorizations and copies of each title are included in Appendix G.

Landowner		Land Description
Last Name	First Name	Section/Twp/Range/Meridian
Blackacre Farms LTD.	Barry & Cindy Welsh	SW-34-7-26-W4M
Blackacre Farms LTD.	Barry & Cindy Welsh	NW-22-7-26-W4M
Blackacre Farms LTD.	Barry & Cindy Welsh	WH-27-7-26-W4M
Chester	Denise Marie	SW-22-7-26-W4M
Chester	Denise Marie	NW-15-7-26-W4M
Chester	Denis & Cheryl-Ann	SW-15-7-26-W4M
Chester	Edward Glen (Ned) & Susar	NE-10-7-26-W4M
Hass & Hart	Anneliese & Anngret	NW-10-7-26-W4M
Hart	Kennan & Merna	NE-14-7-26-W4M
Keinsasser	William John	NH-11-7-26-W4M
Keinsasser	Marlene	NH-11-7-26-W4M
Lehto	Marvin Ralph	NH-11-7-26-W4M
Messmer	Leslie & Collette	NE-23-7-26-W4M
Messmer	Leslie & Collette	SE-23-7-26-W4M
Segboer	Florence	SH-11-7-26-W4M
Segboer	Florence	NE-2-7-26-W4M
Vallieres	Alfred & Annette	SW-10-7-26-W4M
Vallieres	Alfred & Annette	SE-10-7-26-W4M
Vallieres	John	EH-3-7-26-W4M
Vallieres	Alfred/Annette/John/ Linda	NW-3-7-26-W4M
Watmough	Arthur Leslie & Janet Raye	SE-22-6-26-W4M
Watmough	Arthur Leslie & Janet Raye	NE-22-7-26-W4M
Watmough	Raymond & Bonnie	EH-27-7-26-W4M
Watmough	Raymond & Bonnie	SW-35-7-26-W4M
Watmough	Raymond & Bonnie	NW-26-7-26-W4M
Watmough	Arthur Leslie & Janet Raye	SW-26-7-26-W4M
Watmough	Raymond & Bonnie	SW-23-7-26-W4M
Watmough	Raymond & Bonnie	SE-34-7-26-W4M
Watmough	Raymond & Bonnie	NW-23-7-26-W4M

4. Land Use

The land at the Ardenville Wind Farm site is a mix of native pasture and cropland that will continue to be used as farm and cropland during and after the construction of the wind farm.

The land is zoned as Rural General (RG) Agricultural under the Municipal District of Willow Creek Land Use By-Law and public and private utilities are considered to be a discretionary use under this designation.

There are approximately 36 property owners within a 2000 m radius of the proposed wind turbine site. The turbines will be a minimum distance of 683 m away from the nearest residence.

MD of Willow Creek Land Use Bylaw setback guidelines of 68m from tower (23 m from blade tip) to right of ways was incorporated into the wind farm design. A setback of 52 m from tower (7 m from blade tip) to any property line was also observed. Several maps indicating these setbacks are included in Appendix A.

5. Project Details

Project Description

The project will consist of 23 wind turbines on 80 m towers, with three 45 m blades. We have presented a design showing 27 potential turbine locations and have conducted all studies in contemplation of using any of these sites. Our intention is to use the best 23 of these 27 sites based on geotechnical, archaeological, environmental and other considerations that may arise through the regulatory and preliminary engineering processes.

The project will include 2 permanent meteorological towers used to correlate wind monitoring data from the turbines. These towers will be 80 m in height. The towers will be guyed to three anchor points and will cover a 50 m radius around the base of the tower. A drawing showing the meteorological tower dimensions and area is included as Appendix C. On the same basis as the turbine sites above, we have proposed 4 meteorological tower locations with the intention to use only 2 pending all outcomes. A description of the turbines and their components are included in Appendix B.

The substation will be located in the SE27-7-26 W4M, and the interconnection point will be north along Range Road 62. The wind farm gathering system cabling between turbines and turbine rows will be underground and above ground, depending on the location. A map showing the overhead and underground collection system within the wind farm is included in Appendix A.

The project will also include all associated power and data collection systems including metering, protective equipment, switchgear, and an automated control system.

Safety & Access

The turbine towers are inaccessible without direct and authorized access to security information or keys. Standard farm fencing (post and barbed wire) already in place will be used as perimeter fencing. The substation site area will be secured by a 6 foot galvanized chain link fence with an additional 1 foot of 3-strand galvanized barbed wire at the top.

Signage

Appropriate cautionary signage will be predominately placed on the property at gates and at the substation. During construction, signage directing delivery and other safety considerations will be posted at project entrance points.

Decommissioning Plan

TransAlta Wind facilities are designed to operate for at least a 50 year life span, and TransAlta Wind expects individual turbines to perform for up to 35 years. Individual turbines may be replaced or repaired as their useful life comes to an end, or if more efficient and cost-effective technology becomes available. In the event that a facility must be decommissioned or a turbine must be removed, TransAlta Wind has in place a Decommissioning Plan that would address that procedure. A copy of our standard Decommissioning Plan is included as Appendix D.

6. Project Impacts

General

The expected full cycle environmental impacts of this generation facility are minimal relative to any equivalent sized fossil-fuel facility. Wind energy is recognized worldwide as one of the cleanest forms of energy and has seen enormous growth in recent years in Europe and the United States because it has minimal health, safety, or environmental risks. The most significant environmental impact of this facility is a benefit, in that once fully developed it will avoid the release of approximately 137,500 tonnes of CO₂ emissions and several hundred tonnes of SO₂ and NO_x emissions each year.

The most common concerns that the public associates with wind farms are wildlife impacts, noise, and visual impacts. Unlike sound and wildlife mortality, which are quantifiable, the perceived visual impacts of wind turbines are highly subjective and vary dramatically depending on the values of the individual. The presence of a wind turbine does, however, result in a change to the landscape whether or not that change is perceived by local residents to be negative or positive. TransAlta Wind does take into consideration the aesthetics of the siting of its turbines against the landscape. Turbine technology has advanced a great deal in the area of increased power capacity. This is now enabling developers to place fewer turbines on the landscape while achieving the same output.

Wildlife and Vegetation

Golder Associates has conducted an environmental screening of the site to identify potential environmental sensitivities. These studies began in early 2008 and include bird and wildlife observations throughout the year. Their work found that there was no evidence for migratory pathways or stopover sites for migrant birds. Several sensitive species were identified as breeding in the study area (e.g., Ferruginous Hawk), and these were subsequently considered during the design of the wind farm. For example, the project layout design includes setbacks of 1,000 m from Ferruginous Hawk nests, following guidelines by Alberta Sustainable Resource Development (ASRD). Further consideration will be given to location of facilities, construction and operation procedures, and post-construction re-vegetation and monitoring as the plans for this project advance, following consistent and current practices of TransAlta Wind and the industry overall, in consultation with ASRD.

Sound

Turbines will be located at distances greater than 683 metres away from the nearest adjacent residence. The wind farm has been designed in compliance with Alberta Utilities Commission (AUC) Noise Directive Guidelines recognizing that sound levels at all adjacent homes are at or below 40 dBA and 45 dBA for those adjacent to Secondary Highway 810.

A complete sound modeling analysis will be submitted with our application to the AUC. A sound modeling overview in relation to adjacent residences is included in Appendix H.

Visual

Due to their height, the turbines and meteorological towers will be visible from some distance. However, due to their location they should not cause a significant intrusion into the views of adjacent homes. At our Community Information Open House on December 11th, 2008 we presented a number of photomontages from adjacent viewscapes. A copy of that information together with an Executive Summary is included in Appendix I.

Observer Attitudes

The visual impact of wind turbines is based on individual values and judgements and is influenced by such issues as:

- the value a person places on the preservation of the proposed site, its surrounding area and its social and historic context;
- the value a person places on the clean production of electricity and reduction in pollution;
- the person's familiarity with the technology and the alternatives; and,
- the person's interest in and awareness of, energy supply and demand.

Wind turbines are tall structures built in open spaces, and therefore are quite conspicuous and visible from some distance. There are, however, measures that can be taken to reduce the visual impact of turbines against the landscape.

Colour

Turbines will be painted an off-white or light gray colour. This colouring is believed to be the least intrusive colour under the widest range of light conditions.

Lighting

It is a requirement under the Aeronautics Act-Canadian Aviation Regulations that turbines be equipped with nighttime lighting for aircraft safety. Lighting requirements will likely be of a steady burning red type (no flash). We will propose to Transport Canada a perimeter lighting plan delineating each row end for a total of 12-14 steady burning nighttime red lights over the entire wind farm area of 25 square kilometers.

7. Public Notification Program

Identifying Stakeholders

In our public consultations for the Ardenville Wind Farm, stakeholders were identified using the following means:

- Searching of land titles;
- Compilation and review of aerial photos covering the project area;
- Physical search of the area to identify residences; and,
- Discussions with area residents.

Consultation With Adjacent Landowners Within a 2 km Radius

Adjacent landowners within a 2km radius of the site boundary were invited through direct mail to a Community Information Meeting on Thursday, December 11, 2008. These adjacent landowners have also been sent a project information package that includes project details such as:

- Project location map;
- Proposed turbine layout;
- Technology details including size and equipment type;
- Proposed transmission line route;
- Proposed met tower locations;
- Proposed substation location;
- Project timeline; and,



- Contact information.

Consultations will continue through January with immediately adjacent (bordering) landowners within 800m of the project site boundary.

The Community Open House event was also advertised for consecutive weeks in the December 4th and 11th editions of the Macleod Gazette. There were approximately 25 attendees representing a cross-section of stakeholders including project landowners, adjacent landowners and interested general public. Comments were positive, and there have been no opposing comments with regard to this project received to date.

Another positive outcome resulting from the Open House was that an adjacent landowner in attendance decided to become part of the project after discussion, which now allows us to re-design the layout and relocate two turbines to a better location within the project.

A sample of our Project Information Brochure is included as Appendix E.

A copy of the Open House Sign-In sheet is included in Appendix J.

Letters of Introduction

Letters of Introduction and Project Information brochures have been sent to:

- Alberta Electric System Operator – Transmission Administrator;
- Fortis Alberta;
- Telus Communications;
- Atco Gas; and,
- TransCanada Pipelines.

Other Jurisdictions

Letters of Introduction, an Open House Invitation and Project Information brochures have been sent to:

- Town of Fort Macleod;
- Piikani Nation – Chief Reg Crowshoe and Band Council; and,
- Kainai Nation – Chief Weaselhead and Band Council.

Website Information

The Ardenville Wind Farm Project Information Summary and information presented at the Open House will remain posted on the TransAlta Wind website throughout the regulatory process. That website address is at www.transalta.com/wind.

8. Construction Schedule

The commissioning of this project, including the transmission line will be linked to the completion of upgrades to the Southwest Alberta Transmission system (the Southwest Reinforcement). However should there be a delay to the Southwest Reinforcement TransAlta Wind is prepared to interconnect with the existing transmission grid, and perhaps be subject to curtailment by the Alberta Electric System Operator (AESO) as necessary.

TransAlta Wind hopes to begin construction on this project in the fall of 2009, beginning with foundation installations, followed by tower erection, nacelle, blade placement and turbine commissioning sometime in the summer of 2010. This schedule would of course, be contingent on timeliness of permitting and approval processes and procurement of equipment.

9. Transportation Routes

Most major equipment components are expected to arrive by rail at Wilson Siding near Lethbridge, Alberta. Equipment would be offloaded on to transport truck and carried west on Highway 3 through the Town of Fort Macleod to Highway 810 and south to the Ardenville Wind Farm site. Other equipment not arriving by rail will likewise be arriving via transport truck along the same route described (i.e., Highway 3 from the east to Highway 810 and south).

10. Potential Impacts on Adjacent Uses

Radiocommunications

A check of the Industry Canada database for communication towers within 2 km of the project turbines has identified only one tower. This tower, operated by the MD of Willow Creek, is found just over 2 km north northwest from the closest wind turbine

(A1). According to information obtained from Industry Canada, the link station for this tower is Moon River to the north. Due to the location of the proposed project in relation to the tower, no impact is expected.

Impacts on Existing and Nearby WECS

The turbine to turbine distances to existing nearby projects are as follows:

- Soderglen Wind Farm is 3.3 km turbine to turbine.
- McBride Lake East is 1 km turbine to turbine
- McBride Lake Wind Farm is 600 m turbine to turbine

The Ardenville Wind Farm is not upwind of any of these projects and so impacts if any will be negligible. This has been confirmed through the use of industry standard software which modeled all turbine locations in relation to this development.

The proposed Windrise Wind Farm to the south is 2.5 km from their project boundary to our nearest turbine and will also not be impacted. It is our understanding that the municipal permit for this project expired approximately one year ago. We could not find any evidence of this project registered in the regulatory process with the Alberta Utilities Commission under the names of Windrise Power Inc, or EarthFirst Energy.

11. List of Appendices

- Appendix A Site Maps
- Turbines, Met Towers, Substation on ATS Map
 - Setbacks from Property Lines and Roadways Map
 - Access Roads and Trails
 - Proposed Gathering System
- Appendix B Turbine Specifications
- Appendix C Meteorological Tower Drawings
- Appendix D Decommissioning Plan
- Appendix E Project Information Package
- Appendix F Table of Turbine and Substation Coordinates
- Appendix G Copy of Titles and Right of Entry Authorizations
- Appendix H Sound Modeling Overview
- Appendix I Photomontage Presentation and Visual Impact Executive Summary
- Appendix J Open House Sign In Sheet