

EXHIBIT D

ORGANIZATIONAL, MANAGERIAL, AND TECHNICAL EXPERTISE

OAR 345-021-0010(1)(d)

TABLE OF CONTENTS

	Page
D.1 INTRODUCTION	D-1
D.2 APPLICANT’S PREVIOUS EXPERIENCE.....	D-1
D.3 QUALIFICATION OF APPLICANT’S PERSONNEL	D-1
D.4 QUALIFICATIONS OF KNOWN CONTRACTORS.....	D-1
D.5 APPLICANT’S PAST PERFORMANCE.....	D-2
D.6 APPLICANT WITH NO PREVIOUS EXPERIENCE	D-2
D.7 ISO CERTIFIED PROGRAM	D-2
D.8 MITIGATION	D-2

ATTACHMENT

D-1 Company and Personnel Experience

D.1 INTRODUCTION

OAR 345-021-0010(1)(d) *Information about the organizational expertise of the applicant to construct and operate the proposed facility, providing evidence to support a finding by the Council as required by OAR 345-022-0010, including:*

D.2 APPLICANT'S PREVIOUS EXPERIENCE

OAR 345-021-0010(1)(d)(A) *The applicant's previous experience, if any, in constructing and operating similar facilities;*

Response: BPAE, in 50 percent partnership with Babcock & Brown, is currently constructing a 300 MW wind facility in northern Colorado. BPAE is in the engineering phase of three wind projects totaling 230 MW, all of which will start construction in the fall of 2007. Currently, BPAE operates one 11 MW facility in southern California. By the first quarter of 2008, BPAE expects to have operating responsibilities for 230 MW of wind projects in Texas and California. (See Attachment D-1)

D.3 QUALIFICATION OF APPLICANT'S PERSONNEL

OAR 345-021-0010(1)(d)(B) *The qualifications of the applicant's personnel who will be responsible for constructing and operating the facility, to the extent that the identities of such personnel are known when the application is submitted;*

Response: The BPAE construction management team is comprised of individuals with long track records in the power industry and who have experience in dealing with complex construction projects. In support of the construction management team, BPAE has internal discipline engineers that review all contracted engineering work (see Attachment D-1).

BPAE currently has a small operations staff that has experience in a variety of power asset management roles. BPAE is planning on increasing its operations staff as wind facilities come on line. BPAE is supported in its operation growth by industry consultants and operations contractors who provide advice and service based on years of operation experience.

D.4 QUALIFICATIONS OF KNOWN CONTRACTORS

OAR 345-021-0010(1)(d)(C) *The qualifications of any architect, engineer, major component vendor, or prime contractor upon whom the applicant will rely in constructing and operating the facility, to the extent that the identities of such persons are known when the application is submitted;*

Response: Contractors for this Project have not yet been selected. It is BPAE's intent to use engineers, contractors and vendors with significant experience in the wind industry. For projects that are currently in construction or in the engineering stage, BPAE has contracted with Barr Engineers, Power Engineers, MA Mortensen, and Vestas as well as

others that possess the requisite experience to engineer and construct a high quality wind project (see attachment D-1).

D.5 APPLICANT'S PAST PERFORMANCE

OAR 345-021-0010(1)(d)(D) *The past performance of the applicant, including but not limited to the number and severity of any regulatory citations in constructing or operating a facility, type of equipment, or process similar to the proposed facility;*

Response: BPAE appreciates the need to be good corporate citizens and therefore always seeks to be compliant with applicable regulations. BPAE has a rigorous internal health, safety, legal and environmental review process to ensure that it is in compliance with all applicable laws and regulations for the Project. Each project, including the Golden Hills Wind Farm, must go through this review as part of the internal BPAE project approval process. BPAE has strictly complied with all applicable regulations in its projects to date and has the mechanisms in place to continue to do so.

D.6 APPLICANT WITH NO PREVIOUS EXPERIENCE

OAR 345-021-0010(1)(d)(E) *If the applicant has no previous experience in constructing or operating similar facilities and has not identified a prime contractor for construction or operation of the proposed facility, other evidence that the applicant can successfully construct and operate the proposed facility. The applicant may include, as evidence, a warranty that it will, through contracts, secure the necessary expertise; and*

Response: Not applicable.

D.7 ISO CERTIFIED PROGRAM

OAR 345-021-0010(1)(d)(F) *If the applicant has an ISO 9000 or ISO 14000 certified program and proposes to design, construct and operate the facility according to that program, a description of the program;*

Response: BPAE does not have an ISO certified program applicable to this facility.

D.8 MITIGATION

OAR 345-021-0010(1)(d)(G) *If the applicant relies on mitigation to demonstrate compliance with any standards of Division 22 or 24 of this chapter, evidence that the applicant can successfully complete such proposed mitigation, including past experience with other projects and the qualifications and experience of personnel upon whom the applicant will rely, to the extent that the identities of such persons are known at the date of submittal.*

Response: BPAE will mitigate habitat native tall grass prairie impacts at its Elk River Project in Kansas. It will also mitigate habitat for the listed black capped vireo at its Silver Star Project in Texas. BPAE will select qualified, experienced consulting and construction firms to design, construct and monitor any natural resource mitigation required for the Golden Hills Project.

ATTACHMENT D-1
COMPANY AND PERSONNEL EXPERIENCE

COMPANY QUALIFICATIONS

Successful development of a commercial utility-scale wind energy project is largely dependent upon the expertise and resources of the companies involved. BPAE has assembled a team of professionals and well-respected companies in their respective fields to ensure the successful development, financing, construction, and operation of the Project. The following sections provide a brief introduction to some of the Project participants.

Developer & Sponsor

The Project is being developed by BPAE. Launched in November 2005, BPAE combines all of BP's interests in zero- and low-carbon power generation: wind, solar, hydrogen and gas-fired power generation. BP expects to rapidly grow BPAE to become a material contributor to the company's performance and anticipates investing up to \$8 billion in the businesses over the next ten years. More information can be found at www.bpalternativenergy.com.

Project Team

BPAE brings together personnel from many sectors necessary to develop a wind power project. A few of the many staff members who are involved in this Project are listed below. Kelly O'Brien is the designated Business Developer who is responsible for submitting this application and development of the Project.

Tim Stastny – Director, Engineering, Procurement, and Construction

Currently responsible for overseeing the divisions of BPAE responsible for engineering, procurement, and construction, Mr. Stastny has extensive experience in power development and construction management. Most recently Vice President of Business Development in Asia for BP Global Power, Mr. Stastny held a variety of engineering manager roles, including Engineering & Construction Manager; Drilling Manager, Workovers & Completions; Research & Engineering Manager; Lead Project Engineer, and Director, Business Development for Amoco Power Resources. He holds a BS in Metallurgical Engineering from Michigan State University.

Craig Carson – Director, Asset Operation

Mr. Carson has more than twenty years experience in power generation, having served in project management, asset management, business development and operations functions. His experience includes facilities utilizing natural gas, wind, coal, oil, wood waste and petroleum coke. Prior to joining BP Alternative Energy, Mr. Carson was Director, Commercial Power Assets for ConocoPhillips where he was responsible for constructing and operating their North American power facilities. Mr. Carson has also worked at Sargent & Lundy Engineers, Polsky Energy and served 10 years in the US Navy. He has a BS Mechanical Engineering from the University of Illinois at Chicago and an MBA from the Kellogg School of Management at Northwestern University.

Rene Braud – Environmental Advisor, Wind

Ms. Braud joined BP Alternative Energy in November 2006 managing environmental issues for BPAE's Wind Team. Prior to joining BPAE, Rene worked for FPL Energy on wind siting. Ms. Braud is a biologist with over 25 years of experience with environment issues, and over five years dealing exclusively with wind power projects. She is active in the National Wind Coordinating Collaborative and the American Wind Energy Association and a core member of AWEA's siting committee. Ms. Braud's main responsibilities are managing environmental due diligence and ensuring that environmental studies and permitting of new sites are complete. The development of any new site requires an understanding of issues such as avian, bats, and other wildlife; as well as, wetlands, cultural resources, and potential site contamination. It also involves a working knowledge of federal, state, and local regulatory issues. Ms. Braud holds degrees in biology, chemistry, and law.

Al Germain – Director of Wind Resources

Mr. Germain is the Director of Wind Resources for BP Alternative Energy; responsible for managing site identification, data acquisition, wind resource assessment and site design. Mr. Germain has more than 20 years of experience in the wind industry. Prior to joining BP Alternative Energy, he worked as Lead Meteorologist with Orion Energy, LLC, Kenetech Windpower Inc., FloWind Corporation and as a consultant to energy companies in the United States, Europe and Asia. He has led assessment and design efforts for over 1,500 megawatts of installed wind energy capacity. Mr. Germain received a BS degree in Agricultural Engineering from the University of Wisconsin, and a Master's degree in Mechanical Engineering and Atmospheric Science from Oregon State University.

Kelly O'Brien – Director, Wind Power Development

Kelly has over 15 years experience in the energy industry. She began her career in natural gas and capacity trading and supply optimization working for the third largest shipper on the Florida Gas Transmission pipeline system. From there, she moved to the supply side as a manager of gas origination for Duke Energy Trading and Marketing. In 1997, she joined Duke's fledgling development group and spent the next six years developing natural gas-fired power plant projects throughout the United States and was responsible for nearly \$2 billion in projects that came on-line in 2001 and 2002. In 2005, Kelly joined FPL Energy's wind team developing projects in several states, including a 99 MW wind farm in Minnesota that reached commercial operation fourth quarter 2006. She joined BP Alternative Energy in mid-2006 as a director of wind development in the western region. She currently has projects in various stages of development in WY, OR, WA and ID. Kelly is a graduate of the University of Florida with a BS in Business Administration.

Projects Completed

BPAE has completed the development of a number of wind power projects overseas. Within the US, members of the BPAE team completed development of the 150 MW Elk River I Wind Farm facility in early 2005. After completing a PPA with The Empire District Electric Company, Greenlight Energy, Inc. (now a wholly-owned subsidiary of BPAE) sold the facility to PPM

Energy, Inc. The \$200,000,000 facility began commercial operations on December 15, 2005. The Elk River I Wind Farm provides sufficient power to supply 42,000 households.

In December 2005, Public Service Company of Colorado (subsidiary of Xcel Energy) awarded Greenlight Energy a 300 MW contract for its Cedar Creek Project. BPAE has assumed the construction of the facility after the acquisition of Greenlight, and the facility will begin operation later this year.

A list of projects completed over the last several years by members of the BPAE team can be found below:

- Elk River Wind Farm, KS
- Cedar Creek Wind Farm, CO
- Wyoming Wind Energy Center, WY
- Green Mountain Energy Wind Farm at Brazos, TX
- Waymart Wind Energy Center, PA
- Indian Mesa Wind Farm, TX
- Green Mountain Wind Farm, PA
- Delaware Mountain Wind Farm, TX

BPAE is structured to manage a project through all of the various stages of development. From its business development team identifying and developing a project, to its wind resource, environmental and transmission personnel assessing the project's viability and supporting its permitting and interconnection; to its engineering staff who oversee the project's eventual construction and operation, BPAE is built to build successful wind projects.

Identified Contractors

While BPAE will deploy significant internal resources to develop the projects selected, it will contract for support in construction and environmental assessment. As part of its ongoing activities across the country, BPAE has Master Service Agreements with many contractors in these fields. For example:

EPC/BOP Contractor:

M.A. Mortenson is a total facility services enterprise founded in 1954 and headquartered in Minneapolis, Minnesota. Mortenson has particular expertise in providing design, engineering, construction and development services to the wind energy industry. As an EPC contractor, BOP contractor and subcontractor, Mortenson has completed the construction of twenty-five wind projects to date totaling 1,128 turbines and 1,196 MW. This includes the 150 MW Elk River Site. Mortenson has performed foundation construction and turbine erection and has been responsible for roads, electrical collection systems, substations, and overhead transmission lines. For further information, link to <http://mortenson.com> .

Environmental Impacts:

Western EcoSystems Technology, Inc (WEST) is a leading environmental consulting firm with a substantial portfolio of experience and expertise specifically regarding wind project siting. WEST provides clients with consulting, engineering, remediation, and related services, including, but not limited to, project permitting, water resources management, environmental process engineering, environmental permitting/compliance, and environmental and social impact assessments. For further information, go to <http://west-inc.com/>.