Issuing Office
El Centro Field Office

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT
RIGHT-OF-WAY GRANT

SERIAL NUMBER CACA - 051552

1. As approved by the Record of Decision for the Ocotillo Express Wind Facility dated May 11, 2012 a right-of-way grant is hereby issued pursuant to Title V of the Federal Land Policy and Management Act of October 21, 1976 (43 U.S.C. 1761 et seq.) and the Bureau of Land Management right-of-way regulations (43 CFR Part 2800) and amendments thereto.

2. Nature of Interest:

   a. By this instrument, the holder:

      Ocotillo Express LLC a subsidiary of Pattern Energy Group LP
      1600 Smith St. Ste 4025
      Houston, TX 77002-7357

      receives a right to use and occupy the following described public lands to construct, operate, maintain, and decommission a Type-III wind energy project and ancillary facilities as described in the approved Plan of Development (POD) incorporated herein:

      See attached legal description (Exhibit A).

   b. The project authorized herein consists of: permanent construction of up to 112 turbine sites, up to 42 miles of access roads including, but not limited to, Mine Road, Ocotillo Bypass Road and Jimenez Lane (60 feet wide by 25,769 feet long), overhead and underground 34.5 kV collector lines, gen-tie line, an operation and maintenance facility, interconnection switch yard, substation and up to three meteorological towers. Also included are the following temporary construction facilities: parking/staging area/connex storage areas, construction laydown area and temporary pond.

   c. This instrument shall expire on December 31, 2041 unless, prior thereto, it is relinquished, abandoned, or terminated pursuant to the terms and conditions of this instrument or of any applicable Federal law or regulation.

   d. This instrument may be renewed by the Authorized Officer. The holder is required to submit an application for renewal at least 120 calendar days prior to the expiration date of this instrument.

The Authorized Officer will review the application for renewal to ensure the holder is complying with the terms, conditions, and stipulations of this instrument and applicable laws and regulations. If renewed, the right-of-way shall be subject to the regulations existing at the time of renewal and any other terms and conditions that the Authorized Officer deems necessary to protect the public interest.

e. Notwithstanding the renewal, expiration, relinquishment, abandonment, or termination of this instrument, the provisions of this instrument, to the extent applicable, shall continue in effect and shall be binding on the holder, its successors, or assigns, until they have fully satisfied the obligations and/or liabilities accruing herein before or on account of the renewal, expiration, relinquishment, abandonment, or termination of this authorization.

f. The Authorized Officer retains the right of access to the lands included within the right-of-way at any time and may enter any facility on the right-of-way in accordance with 43 CFR 2805.15(a). The holder shall pay monitoring fees in accordance with 43 CFR 2805.16 for the reasonable costs incurred in the inspection and monitoring of construction, operation, maintenance, and decommissioning of the right-of-way.

g. This instrument is issued subject to valid existing rights in accordance with 43 CFR 2805.14.

3. Rental:

a. For and in consideration of the rights granted, the holder agrees to pay the Bureau of Land Management the fair market value rental of the right-of-way, as determined by the Authorized Officer. Provided, however, that the rental may be adjusted by the Authorized Officer, whenever necessary, to reflect changes in fair market value as determined by the application of sound business management principles, and so far as practicable and feasible, in accordance with comparable commercial practices. The rental provisions of this authorization may also be modified consistent with the provisions of any regulatory changes or pursuant to the provisions of any new or revised statutory authorities. Rent will be paid on an annual basis consistent with the regulations.

4. Bond:

a. A Performance and Reclamation bond will be required from the holder to ensure compliance with the terms and conditions of this instrument. The bond must be maintained in effect until removal of improvements and restoration of the right-of-way has been accepted by the Authorized Officer. Acceptable bond instruments include cash, cashier's or certified check, certificate or book entry deposits, negotiable U.S. Treasury securities (notes, bills, or bonds) equal in value to the bond amount, surety bonds from the approved list of sureties (U.S. Treasury Circular 570) payable to the Bureau of Land Management (BLM), irrevocable letters of credit payable to the BLM issued by financial institutions that have the authority to issue letters of credit and whose operations are regulated and examined by a federal agency, or a policy of

insurance that provides BLM with acceptable rights as a beneficiary and is issued by an insurance carrier that has the authority to issue insurance policies in the applicable jurisdiction and whose insurance operations are regulated and examined by a federal or state agency. The Authorized Officer will not accept a corporate guarantee as an acceptable form of bond. The holder must provide the bond in an acceptable form prior to receiving a Notice to Proceed for ground disturbing activities. The bond will be reviewed at the time of any assignment, modification, or renewal of this instrument. The Authorized Officer may increase or decrease the bond amount at any time during the term of the right-of-way authorization, consistent with the regulations and policy.

b. The holder agrees that any bond held as security for holder's performance of the terms and conditions of this grant may, upon failure on the holder's part to fulfill any of the requirements herein set forth or made a part hereof, be retained by the United States to be applied as far as may be needed to the satisfaction of the holder's obligations assumed hereunder, without prejudice whatever to any other rights and remedies of the United States.

c. Should the bond delivered under this instrument become unsatisfactory to the Authorized Officer, the holder shall, within 45 calendar days of demand, furnish a new bond. In the event of noncompliance with the terms and conditions of this instrument, the BLM will notify the holder that the surety or other bond instrument is subject to forfeiture and will allow the holder 30 calendar days to respond before action is taken to forfeit the bond and suspend or terminate the authorization.

5. Terms and Conditions:

a. This instrument is issued subject to the holder's compliance with all applicable laws and regulations and, in particular, with the regulations contained in Title 43 Code of Federal Regulations Part 2800, including the terms and conditions required by 43 CFR 2805.12. Failure of the holder to comply with applicable law or regulations or any terms, conditions, or stipulations of this instrument shall constitute grounds for suspension or termination thereof of this instrument in accordance with 43 CFR 2807.17 – 2807.19. The Authorized Officer may change the terms and conditions of this instrument as a result of changes in legislation, regulations, policy or as otherwise necessary to protect public health or safety or the environment in accordance with 43 CFR 2805.15(e).

b. The right-of-way Stipulations (Exhibit B), attached hereto and the approved Plan of Development are incorporated into and made a part of this instrument as fully and effectively as if they were set forth herein in their entirety.

c. The holder shall perform all operations in a good and workmanlike manner, consistent with the approved Plan of Development, so as to ensure protection of the environment and the health and safety of the public. The Authorized Officer may order an immediate temporary suspension of operations, orally or in writing, in accordance with 43 CFR 2807.16 to protect public health or

safety or the environment if the Authorized Officer determines that the holder has violated one or more of the terms, conditions, or stipulations of this instrument. An immediate temporary suspension order is effective until the holder receives a written Notice to Proceed from the Authorized Officer.

d. The holder will not initiate any construction or other surface disturbing activities on the right-of-way without prior written authorization of the Authorized Officer. Such authorization will be a written Notice to Proceed (Form 2800-15) issued by the Authorized Officer or his/her delegated representative. Notices to Proceed will be required during construction, and each will authorize construction or use and occupancy only as therein expressly stated and only for the particular location or use and occupancy therein described, i.e., a construction phase or site location. The Authorized Officer will issue a Notice to Proceed subject to such terms and conditions as deemed necessary when the design, construction, use, occupancy, and operation proposals are in conformity with the terms and conditions of this instrument.

e. The holder shall start construction on the initial phase of development no later than 24 months after the effective date of the issuance of this right-of-way grant. The holder shall complete construction within the timeframes in the Project Schedule as described in the Plan of Development, but no later than 24 months after start of construction. Failure of the holder to comply with this diligent development provision may cause the Authorized Officer to suspend or terminate the authorization in accordance with 43 CFR 2807.17 - 2807.19, and use the posted Performance and Reclamation bond to cover the costs for removal of any equipment and/or facilities. The Authorized Officer will provide the holder a written Notice of Failure to Ensure Diligent Development prior to the suspension or termination of the authorization. The holder will be provided an opportunity to correct any noncompliance in accordance with 43 CFR 2807.18 or submit a written request to the Authorized Officer for an extension of the timelines in the approved Plan of Development.

f. Upon termination by the Authorized Officer or expiration of this instrument, all improvements shall be removed from the public lands within 180 calendar days or otherwise disposed of as provided for in the approved Plan of Development, or as directed by the Authorized Officer.

g. This instrument shall, at a minimum, be reviewed by the Authorized Officer at the end of the 20th year and at regular intervals thereafter not to exceed 10 years. Provided, however, that this instrument may be reviewed at any time deemed necessary by the Authorized Officer in accordance with the regulations.

h. This instrument may be assigned consistent with the regulations, but all assignments are subject to approval by the Authorized Officer. In addition, the qualifications of all assignees must comply with the requirements of the regulations. A partial assignment of this instrument shall not be approved if such action would hinder the Authorized Officer's management of the authorization or the associated public lands.

i. Upon the request of the Authorized Officer, the holder shall provide access to environmental, technical, and financial records, reports, and other information related to construction, operation, maintenance, and decommissioning of the right-of-way. Any information marked confidential or proprietary will be kept confidential to the extent allowed by law. Failure of the holder to cooperate with such request, provide data, or grant access to such records, reports, and information may, at the discretion of the Authorized Officer, result in suspension or termination of the right-of-way grant in accordance with the regulations.

j. The holder shall not initiate any construction or other surface disturbing activities as a minor change to the right-of-way or Plan of Development without prior written approval of the Authorized Officer, or his delegate. Such authorization shall be a written Change of Condition or Adjustment. Each Change of Condition/Adjustment shall authorize construction or use only as therein expressly stated and only for the particular location and use therein described. All Changes of Condition/Adjustments are subject to such terms and conditions as deemed necessary by the Authorized Officer at the time of approval. Approved changes authorize construction or use only as therein expressly stated and only for the particular location, phase, area, or use described. The Authorized Officer may, by written notice, suspend or terminate in whole or in part any change of condition/adjustment which has been approved, when in the Authorized Officer's judgment, unforeseen conditions arise which result in the approved terms and conditions being inadequate to protect the public health and safety or to protect the environment. All Conformance Requests will be documented and tracked to ensure the acreages of disturbance affected by post-authorization conformance changes remain within the limits of impacts analyzed in the EIS and approved in the ROD and ROW.

IN WITNESS WHEREOF, The undersigned agree to the terms, conditions, and stipulations of this right-of-way grant.

Agent of Ocotillo Express LLC	BLM Authorized Officer
Authorized Signatory	Acting Field Manager
Title	Title
May 11, 2012	5/11/2012
Date	Date

Attachments
Exhibit A: Legal Description
Exhibit B: Stipulations

EXHIBIT A - LEGAL DESCRIPTION
CACA- 051552

Project Boundary

San Bernardino Meridian (SBM)

T. 16 S., R. 9 E., SBM

Sec. 17, Lots 6 and 7, Sec. 17, Lots 3-5 and 8-10 of Tract 40;

Sec. 18, Lots 7-14, 17-28, SE1/4;

Sec. 19, Lots 7-20 and 25 -38, Sec. 19, Lots 5-6 of Tract 41, Lot 21-22 of Tract 42, Lots 23-24 and 39-40 of Tract 43;

Sec. 20, Lot 7 of Tract 41, Lot 8 of Tract 42, Lots 19-20 of Tract 43, Lots 16-18 and 21-23 of Tract 44, Lots 4-6 and 9-11 of Tract 45, Lots 2-3 of Tract 46, Lots 1, 12-15 and 24-25 of Tract 47 ;

Sec. 21, Lots 6-7 and 18-19 of Tract 47, Lots 3-5, 8-10, 15-17 and 20-22 of Tract 48, Lots 1-2 and 11-14 of Tract 49;

Sec. 22, Lots 6-7 and 18 of Tract 49, Lots 3-5, 8-10, 15-17 and 20-22 of Tract 50, Lots 1-2 and 11-12 of Tract 51, a portion of Tract 52C, Tracts 52D-52E, a portion of Tract 52F;

Sec. 23, E1/2E1/2, Lots 1, 8, 9 and 16, Sec. 23, Lots 2-7 of Tract 51, Tract 52A, a portion of Tract 52C, a portion of Tract 52 F, Tract 52 H;

Sec. 24, Lots 1, 4, 5 and 8, N1/2, SW1/4, Sec. 24, Lots 2-3 and 6-7 of Tract 53;

Sec. 27, Lots 20-22 of Tract 57;

Sec. 28, Lots 13-14 and 25-26 of Tract 58, Lots 3-5, 8-10, 15-16 and 23-24 of Tract 59, Lots 17-18 and 21-22 of Tract 60, Lots 6-7 and 19-20 of Tract 61;

Sec. 29, Lots 3-4, 9-10, W1/2, Sec. 29, Lots 1-2, 5-8 and 11-12 of Tract 61;

Sec. 30, Entire section;

Sec. 31, Entire section;

Sec. 32, Lots 3, 4 and 9, W1/2, NW1/4SE1/4, S1/2SE1/4, Sec. 32, Lots 1-2 and 5-6 of Tract 62, Lots 7-8 of Tract 63;

Sec. 33, Lot 18, SW1/4SW1/4, Sec. 33, Lots 3-4 and 9-10 of Tract 59, Lots 5-6 of Tract 62, Lots 7-8, 14-17 and 19-20 of Tract 63, Lots 11-12 of Tract 64, Lots 1-2 of Tract 65, Lot 13 Tract 66;

Sec. 34, Lot 6 of Tract 64, Lots 3-5 of Tract 65, Lots 7-9 of Tract 66, Lots 1-2 and 10-11 of Tract 67;

Sec. 35, Lots 4-5 of Tract 67.

T. 16 ½ S., R. 9 ½ E., SBM

Sec. 1, S1/2, S1/2N1/2, Lots 5-8;

Sec. 2, Entire fractional section excluding Jacumba Wilderness Area CACA 35087;

T. 17 S., R. 9 E., SBM

Sec. 1, Lots 5, 9-10 excluding Jacumba Wilderness Area CACA 35087;

Sec. 2, Lot 8;

Sec. 3, Lot 5;

Sec. 4, Lots 6-7.

T. 16 S., R. 10 E., SBM

Sec. 19, Entire section;

T. 17 S., R. 10 E., SBM

Sec. 5, Lot 4 excluding Jacumba Wilderness Area CACA 35087;

Sec. 6, Lots 1-3 excluding Jacumba Wilderness Area CACA 35087;

Mine Road

T. 16 S., R. 9 E., SBM

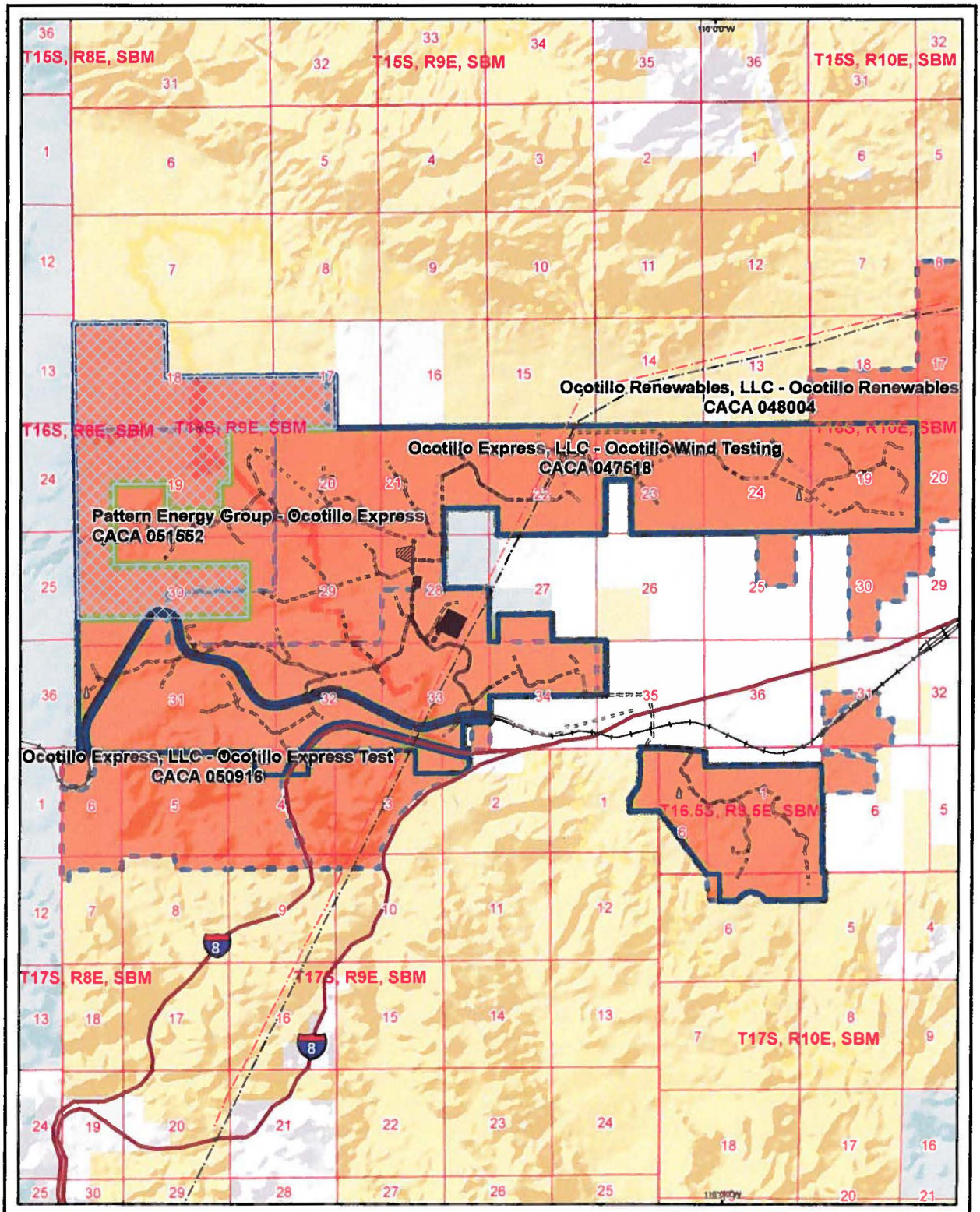
Sec. 15, lots 4-6, inclusive, of Tract 37;

Sec. 16, lots 3-5, inclusive, of Tract 37.

T. 16 S., R. 10 E., SBM

Sec. 30, lots 9, 10, 20 and 22, Tract 61, lots 8, 11, 19 and 21 of Tracts 60 and 61.

Containing approximately 12,436 acres more or less



Wind Energy Project
Pattern Energy Group - Ocotillo Express / CACA051552

Legend

- Wind Turbine Exclusion Zone
- MET Tower
- Access Roads
- Temporary Access Roads
- Existing Transmission Lines
- Sunrise Powerlink Line
- Proposed Batchyard, Switchyard, and Substation
- Temporary Laydown Area
- Interstate Highway
- Railroads

Renewable Energy ROW

- Current Boundary CACA 051552
- Refined Boundary CACA 051552
- Authorized Type II Wind Energy Projects
- Pending Wind Energy ROW Applications

Land Status

- Bureau of Land Management Lands
- State Owned Land
- Private/Other Ownerships

N

El Centro Field Office

0 0.5 1 1.5 2 Miles

Site Development View

US Department of the Interior
BUREAU OF LAND MANAGEMENT
California State Office
Sacramento, California
(916) 978-4400
www.ca.blm.gov
Date Prepared: 05/03/2012

EXHIBIT B – STIPULATIONS
CACA- 051552

1. The holder shall construct, operate, and maintain the facilities, improvements, and structures within this right-of-way in strict conformity with the approved Plan of Development, as amended or supplemented by approval of the Authorized Officer. Any surface disturbing activity, additional construction, or use that is not in accord with the approved Plan of Development shall not be initiated without the prior written approval of the Authorized Officer. A copy of the complete right-of-way grant, including all stipulations and approved Plan of Development, shall be made available on the right-of-way area during construction, operation, and decommissioning. Noncompliance with the above will be grounds for immediate temporary suspension of activities if it constitutes a threat to public health or safety or the environment.

2. The holder shall comply with the Biological Opinion for listed and proposed species associated with this project signed by the U.S. Fish and Wildlife Service on April 26, 2012. Failure to comply with the requirements of the Biological Opinion shall be cause for suspension or termination of the right-of-way grant.

3. The holder shall comply with the stipulations set forth in the Memorandum of Agreement Regarding the Ocotillo Express Wind Energy Project dated May 8, 2012, among the Bureau of Land Management – California, the United States Army Corps of Engineers, Ocotillo Express LLC, the California State Historic Preservation Officer and the Advisory Council on Historic Preservation (MOA).

4. The holder shall comply with the stipulations set forth in the Adopted Avoidance, Minimization, and Mitigation Measures and any future amendments as described in the ROD for the Ocotillo Express, LLC.

5. The holder shall comply with the Environmental and Construction Compliance Monitoring Plan (ECCMP). The ECCMP includes requirements to verify the implementation of and compliance with mitigation measures including preparation and implementation of plans such as, but not limited to, the Avian and Bat Protection Plan, the Fire Safety Plan, and a Habitat Restoration/Revegetation Plan. The BLM will use the process described in the ECCMP to ensure that the appropriate plans are completed prior to NTP issuance for actions affecting a particular resource and compliance with those measures.

6. The holder shall designate a representative who shall have the authority to act upon and to implement instructions from the Authorized Officer. The holder's representative shall be available for communication with the Authorized Officer within a reasonable time when construction or other surface disturbing activities are underway.

7. The holder shall protect all survey markers found within the right-of-way. Survey markers include, but are not limited to, Public Land Survey System line and corner markers, other property boundary line and corner markers, and horizontal and vertical geodetic monuments. In the event of obliteration or

disturbance of any of the above, the holder shall immediately report the incident, in writing, to the Authorized Officer and the respective installing authority if known. Where any of the above survey markers are obliterated or disturbed during operations, the Authorized Officer will determine how the marker is to be restored. The holder will be instructed to secure the services of a registered land surveyor or informed that an official survey will be executed by the Bureau of Land Management (BLM). All surveying activities will be in conformance with the Manual of Surveying Instructions and appropriate State laws and regulations. Surveys by registered land surveyors will be examined by the Authorized Officer and the BLM State Office Chief Cadastral Surveyor for conformance with the Manual of Surveying Instructions and State laws and regulations before being filed in the appropriate State or county offices of record. The holder shall be responsible for all administrative and survey costs.

8. The grant holder shall construct and utilize common use ancillary facilities where the authorized officer deems it necessary. The grant holder shall not charge for the use of the lands made subject to such additional right-of-way grants; however, the holder may enter into cost sharing agreements with third parties through which it may charge or be reimbursed for costs associated with the construction, operation and maintenance of its linear facilities within the right-of-way grant area.

9. Construction sites shall be maintained in a sanitary condition at all times; waste materials at those sites shall be disposed of promptly at an appropriate waste disposal site. 'Waste' means all discarded matter including, but not limited to, human waste, trash, garbage, refuse, oil drums, petroleum products, ashes, and equipment.

10. The holder shall comply with all applicable Federal, State, and local laws and regulations, existing or hereafter enacted or promulgated, with regard to any hazardous material, as defined by 43 CFR 2801.5 that will be used, produced, or transported on or within the right-of-way, or used in the construction, operation, maintenance, or decommissioning of the project or any of its facilities. The holder agrees in accordance with 43 CFR 2807.12(e) to fully indemnify the United States against any liability arising from the release of any hazardous material on or near the right-of-way in connection with the holder's use and occupancy of the right-of-way, whether or not the release is authorized under the grant. This agreement applies without regard to whether a release is caused by the holder, or its agent.

11. Within 120 calendar days of completion of construction, the holder will submit to the Authorized Officer as-built drawings and a certification of construction verifying that the facility has been constructed in accordance with the design, plans, specifications, and applicable laws and regulations.

12. The holder will be liable for all fire suppression costs resulting from fires caused during construction, operations, or decommissioning. The holder shall comply with all guidelines and restrictions imposed by agency fire control officials.

13. Confine all construction and construction-related activities to the minimum necessary area as defined by the final engineering plans. All construction areas, access to construction areas, and construction-related activities shall be strictly limited to the areas identified on the final engineering plans. To the extent practical, the limits of the approved work space shall be delineated with stakes and/or flagging that shall be maintained throughout the construction period. An environmental monitor shall complete regular

observations to ensure that all work is completed within the approved work limits, and in the event any work occurs beyond the approved limits, it shall be reported. During and after construction, entrances to newly developed access roads shall be gated to prevent the unauthorized use of these construction access roads by the general public. Signs prohibiting unauthorized use of the access roads shall be posted on these gates.

14. Conduct contractor training for all construction staff. Prior to construction, all developer, contractor, and subcontractor personnel shall receive training regarding the appropriate work practices necessary to implement the stipulations and comply with environmental regulations, including plant and wildlife species avoidance, impact minimization, and best management practices. Sign-in sheets and hard hat decals shall be provided that document contractor training has been completed for construction personnel.

15. Conduct biological construction monitoring. An authorized biological monitor must be present at the construction sites during all ground disturbing and vegetation removal activities. The monitor shall survey the construction sites and surrounding areas for compliance with all environmental specifications. Weekly biological construction monitoring reports shall be prepared and submitted to the appropriate permitting and responsible agencies through the duration of the ground disturbing and vegetation removal construction phase. Monthly biological construction monitoring reports shall be prepared and submitted through the duration of project construction to document compliance with environmental requirements.

16. Implement fire prevention best management practices during construction and operation activities. Fire prevention best management practices shall be implemented during construction and operation of the project as specified by the Construction Fire Safety Plan and Operations Fire Safety Plan.

17. Limit temporary and permanent impacts to jurisdictional features to the minimum necessary as defined by the final engineering plans. Obtain and implement the terms and conditions of agency permit(s) for unavoidable impacts to jurisdictional wetlands and waters. All construction areas, access to construction areas, and construction-related activities shall be strictly limited to the areas within the approved work limits identified on the final engineering plans unless a variance is approved by the BLM. The limits of the approved work space shall be delineated with stakes and/or flagging that shall be maintained throughout the construction period in accordance with ECCMP. The project applicant shall obtain applicable permits and provide evidence of permit approval, which may include but not be limited to a Clean Water Act Section 404 Permit, a Clean Water Act Section 401 water quality certification, and a Section 1602 streambed alteration agreement with the U.S. Army Corps of Engineers, Regional Water Quality Control Board, and California Department of Fish and Game for impacts to jurisdictional features prior to project construction. The applicant shall implement the terms and conditions of these authorizations.

18. Where drainage crossings are unavoidable, construct access roads at right angles to drainages. Unless not possible due to existing landforms or site constraints, access roads shall be built perpendicular to

drainages to minimize the impacts to these resources and prevent impacts along the length of jurisdictional features.

19. Prepare and implement a Noxious Weeds and Invasive Species Control Plan. On BLM lands, the plan shall be consistent with an Integrated Pest Management approach per the Vegetation Treatments on Bureau of Land Management Lands in 17 Western States Programmatic Environmental Report (2007).The plan shall be implemented during all phases of project construction and operation. The plan shall include best management practices to avoid and minimize the direct or indirect effect of the establishment and spread of invasive plant species during construction. Implementation of specific protective measures shall be required during construction, such as cleaning vehicles prior to off-road use, using weed-free imported soil/material, restricted vegetation removal and requiring topsoil storage. Development and implementation of weed management procedures shall be used to monitor and control the spread of weed populations along the construction access and transmission line right-of-ways. Vehicles used in transmission line construction shall be cleaned prior to operation off of maintained roads. Except as required to comply Biological Opinion, or as provided in the ECCMP variance process existing vegetation shall be cleared only from areas scheduled for immediate construction work and only for the width needed for active construction activities. Noxious weed management shall be conducted annually to prevent the establishment and spread of invasive plant species. This shall include weed abatement efforts, targeted at plants listed as invasive exotics by the California Exotic Plant Pest Council in their most recent "A" or "Red Alert" list. Only herbicides approved by BLM in California will be used on BLM lands. Herbicide application can only occur on BLM lands with an approved Pesticide Use Proposal (PUP). Pesticide use should be limited to non-persistent pesticides and should only be applied in accordance with label and application permit directions and restrictions for terrestrial and aquatic applications.

20. Install fencing or flagging around identified special-status plant species populations in the construction areas. Prior to the start of construction, a qualified biologist shall conduct focused surveys during the appropriate blooming period for special-status plant species for all construction areas. All of the special-status plant locations shall be recorded using a Global Positioning System (GPS), which will be used to site the avoidance fencing/flagging. Special-status plant species shall be avoided to the maximum extent possible by all construction activities. The boundaries of all special-status plant species to be avoided shall be delineated in the field with clearly visible fencing or flagging. The fencing/flagging shall be maintained for the duration of project construction activities.

21. Enforce speed limits in and around all construction areas. Vehicles shall not exceed 15 miles per hour on unpaved roads and the right-of-way accessing the construction site.

22. Prohibit littering and remove trash from construction areas daily. Littering shall not be allowed by the project personnel. All food-related trash and garbage shall be removed from the construction sites on a daily basis.

23. Prohibit the harm, harassment, collection of, or feeding of wildlife. Project personnel shall not harm, harass, collect, or feed wildlife. No pets shall be allowed in the construction areas.

24. Obtain and implement the terms of agency permit(s) with jurisdiction over federal or state listed species. The applicant shall implement the Biological Opinion for impacts to federally listed wildlife species and a Section 2081 permit (or consistency determination) from the California Department of Fish and Game for take of state listed wildlife species resulting from this project. The terms and conditions included in these authorizations shall be implemented, which may include seasonal restrictions, relocation, monitoring/reporting specifications, and/or habitat compensation through restoration or acquisition of suitable habitat.

25. Design all transmission towers and lines to conform with Avian Power Line Interaction Committee standards. The Proposed Project shall implement recommendations by the Avian Power Line Interaction Committee (2006), which will protect raptors and other birds from electrocution. These measures are sufficient to protect even the largest birds that may perch or roost on transmission lines or towers from electrocution.

26. Prepare an Avian and Bat Protection Plan. Prior to project construction, an Avian and Bat Protection Plan must be submitted to the USFWS and CDFG. Acceptance of the Plan from the U.S. Fish and Wildlife Service will document that the Avian and Bat Protection Plan was prepared consistent with the Bald and Golden Eagle Protection Act, but will not in and of itself authorize take of golden eagles or determine that no take will occur.

27. Conduct maintenance activities resulting in vegetation disturbance outside of the bird nesting season or conduct pre-construction nesting bird surveys. Maintenance activities with the potential to result in direct or indirect habitat disturbance, most notably vegetation management, shall be conducted outside of the bird nesting season to the maximum extent practicable. Where avoidance is not possible, the project proponent shall conduct pre-construction nesting bird surveys to determine the presence/absence of active nests in or adjacent to construction areas. If active nests are identified, appropriate avoidance measures would be identified and implemented to prevent disturbance to the nesting bird(s). If federal or state listed nesting birds are identified, the project proponent shall contact the U.S. Fish and Wildlife Service and/or California Department of Fish and Game to determine the appropriate course of action.

28. Reduce visual contrast from unnatural vegetation lines. In those areas where views of land scars are unavoidable, the boundaries of disturbed areas shall be aggressively revegetated to create a less distinct and more natural-appearing line to reduce visual contrast. Furthermore, all graded roads and areas not required for ongoing operation, maintenance, or access shall be returned to preconstruction conditions.

29. Notify property owners and provide access. To facilitate access to properties obstructed by construction activities, Ocotillo Express LLC shall notify property owners and tenants at least 24 hours in advance of construction activities and shall provide alternative access if required.

30. Develop and Implement a Historic Properties Treatment Plan-Cultural Resources Management Plan. A Historic Properties Treatment Plan–Cultural Resources Management Program (HPTP-CRMP) shall be

prepared to avoid or mitigate impacts for significant cultural resources pursuant to Section 106 Guidelines. The MOA details the HPTP-CRMP.

31. Avoid and Protect Significant Resources. Ocotillo Express LLC shall design and implement a long-term management plan to protect NRHP-eligible, CRHR-eligible sites or sites treated as eligible for project management purposes from direct impacts of project operation and maintenance and from indirect impacts (such as erosion and access) that could result from the presence of the project in accordance with the MOA and the Historic Properties Treatment Plan for the Ocotillo Wind Energy Facility Project, Imperial County, California (HTPT) dated April 2012 and attached as Appendix E to the MOA.

32. Training for Contractor. All construction personnel shall be trained regarding the recognition of possible buried cultural remains and protection of all cultural resources, including prehistoric and historic resources during construction, prior to the initiation of construction or ground-disturbing activities. The Applicant shall complete training for all construction personnel and retain documentation showing when training of personnel was completed. Training shall inform all construction personnel of the procedures to be followed upon the discovery of archaeological materials, including Native American burials. Training shall inform all construction personnel that all such resources shall be avoided, and that travel and construction activity shall be confined to designated roads and areas. All personnel shall be instructed that unauthorized collection or disturbance of artifacts or other cultural materials on or off the ROW by Ocotillo Express LLC, its representatives, or employees shall not be allowed. Violators shall be subject to prosecution under the appropriate State and federal laws, and violations shall be grounds for removal from the project. Unauthorized resource collection or disturbance may constitute grounds for the issuance of a stop work order. The following issues shall be addressed in training or in preparation for construction:
    - All construction contracts shall require construction personnel to attend training so they are aware of the potential for inadvertently exposing buried archaeological deposits, their responsibility to avoid and protect all cultural resources, and the penalties for collection, vandalism, or inadvertent destruction of cultural resources.
    - Ocotillo Express LLC shall provide training for supervisory construction personnel describing the potential for exposing cultural resources and procedures and notifications required in the event of discoveries by project personnel or archaeological monitors. Supervisors shall also be briefed on the consequences of intentional or inadvertent damage to cultural resources. Supervisory personnel shall enforce restrictions on collection or disturbance of artifacts or other cultural resources.

33. Discovery of Unknown Resources. In the event that previously unknown cultural resources are discovered, the archaeologist shall have the authority to divert or temporarily halt ground disturbance to allow evaluation of recommended significant cultural resources. The process for handling inadvertent discoveries shall be documented in the MOA and CRMP. It shall detail the methods, consultation procedures, and timelines for assessing register eligibility, formulating a mitigation plan, and implementing treatment should avoidance and protection of the resource not be possible. Mitigation and treatment plans for unanticipated discoveries shall be approved by the agency and SHPO prior to

implementation. The archaeologist in coordination with the BLM shall evaluate the significance of the discovered resources based on eligibility for the NRHP, CRHR, or local registers. Preliminary determinations of NRHP eligibility shall be made by the BLM, in consultation with other appropriate agencies and local governments, and the SHPO.

34. Control Unauthorized Access. Ocotillo Express LLC shall coordinate with the authorized officer of the BLM before construction to review gate designs for newly developed access roads within the ROW. On trails proposed for dual use as access roads, gates shall be wide enough to allow horses, bicycles, and pedestrians to pass through. Ocotillo Express LLC shall document its coordination efforts with the administering agency of the road/trail and provide this documentation to BLM prior to construction. Signs prohibiting unauthorized use of the access roads shall be posted on the installed gates.

35. Continue Consultation with Native Americans and Other Traditional Groups. Ocotillo Express LLC shall provide assistance to the BLM to continue required government to government consultation with interested Native American tribes and individuals (Executive Memorandum of April 29, 1994, and Section 106 of the National Historic Preservation Act) and other traditional groups to identify and assess or mitigate the impact of the approved project on traditional cultural properties or other resources of Native American concern, such as sacred sites and landscapes, or areas of traditional plant gathering for food, medicine, basket weaving, or ceremonial uses. As directed by the BLM, Ocotillo Express LLC shall undertake required treatments, studies, or other actions that result from such consultation. Actions that are required during or after construction shall be defined, detailed, and scheduled in the HPTP-CRMP and implemented by Ocotillo Express LLC. Ocotillo Express LLC is required to conform to the terms and conditions of the approved Memorandum of Agreement for the Ocotillo Wind Project, as well as the HPTP-CRMP prepared for the project.

36. Human Remains. All locations of known Native American human remains shall be avoided through project design and designation in accordance with the MOA. During construction, if human remains are encountered, Ocotillo Express LLC shall comply with and follow the procedures in the MOA.

37. Develop Paleontological Monitoring and Treatment Plan/Construction Monitoring.
Paleo-1 The two areas of Palm Spring Formation (Potential Fossil Yield Classification [PFYC] Class 4) exposures identified within the Ocotillo Wind Energy Facility (OWEF) boundary, where a high density of vertebrate fossils were found, shall be avoided to the fullest extent practical through micrositing turbines, access roads, collector lines, or any other features in order to preserve subsurface fossils in their native stratigraphic context. Avoidance areas shall be marked prior to construction and a full time Paleo monitor shall be on site during any ground disturbing activity within 500 feet of the Palm Springs formation or activities in that area. Additionally, a monitoring plan shall be developed by a qualified paleontologist hired by the proponent who holds a current California BLM Paleontology Use Permit. The plan must be appropriately scaled to the size and complexity of the anticipated monitoring. If developed by a third party, the appropriate Paleontology Lead or Regional Paleontologist shall review the plan for sufficiency prior to acceptance. Monitoring of the project may proceed when the monitoring plan is approved by the Authorized Officer. A monitoring plan shall indicate the treatments recommended for the area of the proposed disturbance and must minimally address the following:

1. The recommended approach to additional specimen collection, such as total or partial recovery or sampling; and,
2. The specific locations and intensity of monitoring or sampling recommended for each geologic unit, stratigraphic layer, or area impacted.
3. Monitoring intensity is determined based on the analysis of existing data and/or field surveys and any previous monitoring efforts.
4. Additional mitigation related to public or other educational interpretation of findings.

38. Conduct Paleontological Data Recovery. If avoidance of significant paleontological resources is not feasible or appropriate based on project design, treatment (including recovery, specimen preparation, data analysis, curation, and reporting) shall be carried out by the project, in accordance with the approved Treatment Plan per Stipulation 38 (Develop Paleontological Monitoring and Treatment Plan).

39. Prior to erection of any overhead transmission lines, towers or wind turbines, Ocotillo Express LLC shall provide written notification to the FAA, the U.S. Air Force Regional Environmental Coordinator (or appropriate DOD representative), U.S. Customs and Border Protection (San Diego Sector), the BLM and Imperial County stating when and where the new transmission lines, towers, and wind turbines will be erected, and shall install markers as requested by U.S. Customs and Border Protection or FAA. Ocotillo Express LLC shall also provide all agencies listed above with aerial photos or topographic maps clearly showing the new lines, towers, and wind turbines.

40. Health and Safety Program. Prior to approval of construction plans for each applicable phase of the Ocotillo Express Wind Project, Ocotillo Express LLC shall prepare a Health and Safety Program for each applicable phase of the project (i.e., construction, operation, and decommissioning). The program shall be developed to protect both workers and the general public during all phases of the project. The program shall be implemented to educate construction workers about the hazards associated with the particular project site and the safety measures that must be taken to prevent injury. The program shall include standards regarding occupational safety, safe work practices for each task, hazard training requirements for workers, and mechanisms for documentation and reporting.

41. This stipulation relates only to the establishment of the BLM compensation requirement. To mitigate for habitat loss of Flat-tailed horned lizard (FTHL) for areas outside of an established Management Area, the holder shall provide compensatory mitigation at a 1:1 ratio for impacts to 128.77 acres as described in the final Plan of Development. The 1:1 compensation ratio is developed in accordance with the FTHL Rangewide Management Strategy, 2003.

    The Holder has agreed to satisfy this requirement by depositing funds into the Renewable Energy Action Team (REAT) Account established with the National Fish and Wildlife Foundation (NFWF). or in accordance with the NFWF calculation table and deposit document.

    If the Holder elects not to utilize the REAT NFWF Account, they must assume the full financial responsibility for completing the required habitat enhancement projects within 2-years of the effective date of the ROW grant. The holder is also responsible for the long term maintenance and upkeep of installed projects and is required to obtain an appropriate authorization from the BLM, such as a right-

of-way grant, prior to the installation and maintenance of installed projects. The maintenance shall occur for the duration of project impacts. The holder will be responsible for all costs associated with processing right-of-way applications for the enhancement projects. Failure of the holder to complete enhancement actions under this mitigation measure within the 2-year time frame will be grounds for suspension of the right-of-way.

If the REAT NFWF Account is used for the enhancement projects, the holder shall ensure funds are transferred into the account in accordance with the prescribed REAT NFWF table prior to issuance of the NTP to ensure enhancement projects can be implemented within the 2-year deadline.

Issuing Office
El Centro Field Office

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT
RIGHT-OF-WAY GRANT

SERIAL NUMBER CACA - 051552

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1. As approved by the Record of Decision for the Ocotillo Express Wind Facility dated May 11, 2012 a right-of-way grant is hereby issued pursuant to Title V of the Federal Land Policy and Management Act of October 21, 1976 (43 U.S.C. 1761 et seq.) and the Bureau of Land Management right-of-way regulations (43 CFR Part 2800) and amendments thereto.

2. Nature of Interest:

   a. By this instrument, the holder:

      Ocotillo Express LLC a subsidiary of Pattern Energy Group LP
      1600 Smith St. Ste 4025
      Houston, TX 77002-7357

      receives a right to use and occupy the following described public lands to construct, operate, maintain, and decommission a Type-III wind energy project and ancillary facilities as described in the approved Plan of Development (POD) incorporated herein:

      See attached legal description (Exhibit A).

   b. The project authorized herein consists of: permanent construction of up to 112 turbine sites, up to 42 miles of access roads including, but not limited to, Mine Road, Ocotillo Bypass Road and Jimenez Lane (60 feet wide by 25,769 feet long), overhead and underground 34.5 kV collector lines, gen-tie line, an operation and maintenance facility, interconnection switch yard, substation and up to three meteorological towers. Also included are the following temporary construction facilities: parking/staging area/connex storage areas, construction laydown area and temporary pond.

   c. This instrument shall expire on December 31, 2041 unless, prior thereto, it is relinquished, abandoned, or terminated pursuant to the terms and conditions of this instrument or of any applicable Federal law or regulation.

   d. This instrument may be renewed by the Authorized Officer. The holder is required to submit an application for renewal at least 120 calendar days prior to the expiration date of this instrument.

The Authorized Officer will review the application for renewal to ensure the holder is complying with the terms, conditions, and stipulations of this instrument and applicable laws and regulations. If renewed, the right-of-way shall be subject to the regulations existing at the time of renewal and any other terms and conditions that the Authorized Officer deems necessary to protect the public interest.

e. Notwithstanding the renewal, expiration, relinquishment, abandonment, or termination of this instrument, the provisions of this instrument, to the extent applicable, shall continue in effect and shall be binding on the holder, its successors, or assigns, until they have fully satisfied the obligations and/or liabilities accruing herein before or on account of the renewal, expiration, relinquishment, abandonment, or termination of this authorization.

f. The Authorized Officer retains the right of access to the lands included within the right-of-way at any time and may enter any facility on the right-of-way in accordance with 43 CFR 2805.15(a). The holder shall pay monitoring fees in accordance with 43 CFR 2805.16 for the reasonable costs incurred in the inspection and monitoring of construction, operation, maintenance, and decommissioning of the right-of-way.

g. This instrument is issued subject to valid existing rights in accordance with 43 CFR 2805.14.

3. Rental:

a. For and in consideration of the rights granted, the holder agrees to pay the Bureau of Land Management the fair market value rental of the right-of-way, as determined by the Authorized Officer. Provided, however, that the rental may be adjusted by the Authorized Officer, whenever necessary, to reflect changes in fair market value as determined by the application of sound business management principles, and so far as practicable and feasible, in accordance with comparable commercial practices. The rental provisions of this authorization may also be modified consistent with the provisions of any regulatory changes or pursuant to the provisions of any new or revised statutory authorities. Rent will be paid on an annual basis consistent with the regulations.

4. Bond:

a. A Performance and Reclamation bond will be required from the holder to ensure compliance with the terms and conditions of this instrument. The bond must be maintained in effect until removal of improvements and restoration of the right-of-way has been accepted by the Authorized Officer. Acceptable bond instruments include cash, cashier's or certified check, certificate or book entry deposits, negotiable U.S. Treasury securities (notes, bills, or bonds) equal in value to the bond amount, surety bonds from the approved list of sureties (U.S. Treasury Circular 570) payable to the Bureau of Land Management (BLM), irrevocable letters of credit payable to the BLM issued by financial institutions that have the authority to issue letters of credit and whose operations are regulated and examined by a federal agency, or a policy of

insurance that provides BLM with acceptable rights as a beneficiary and is issued by an insurance carrier that has the authority to issue insurance policies in the applicable jurisdiction and whose insurance operations are regulated and examined by a federal or state agency. The Authorized Officer will not accept a corporate guarantee as an acceptable form of bond. The holder must provide the bond in an acceptable form prior to receiving a Notice to Proceed for ground disturbing activities. The bond will be reviewed at the time of any assignment, modification, or renewal of this instrument. The Authorized Officer may increase or decrease the bond amount at any time during the term of the right-of-way authorization, consistent with the regulations and policy.

b. The holder agrees that any bond held as security for holder's performance of the terms and conditions of this grant may, upon failure on the holder's part to fulfill any of the requirements herein set forth or made a part hereof, be retained by the United States to be applied as far as may be needed to the satisfaction of the holder's obligations assumed hereunder, without prejudice whatever to any other rights and remedies of the United States.

c. Should the bond delivered under this instrument become unsatisfactory to the Authorized Officer, the holder shall, within 45 calendar days of demand, furnish a new bond. In the event of noncompliance with the terms and conditions of this instrument, the BLM will notify the holder that the surety or other bond instrument is subject to forfeiture and will allow the holder 30 calendar days to respond before action is taken to forfeit the bond and suspend or terminate the authorization.

5. Terms and Conditions:

a. This instrument is issued subject to the holder's compliance with all applicable laws and regulations and, in particular, with the regulations contained in Title 43 Code of Federal Regulations Part 2800, including the terms and conditions required by 43 CFR 2805.12. Failure of the holder to comply with applicable law or regulations or any terms, conditions, or stipulations of this instrument shall constitute grounds for suspension or termination thereof of this instrument in accordance with 43 CFR 2807.17 – 2807.19. The Authorized Officer may change the terms and conditions of this instrument as a result of changes in legislation, regulations, policy or as otherwise necessary to protect public health or safety or the environment in accordance with 43 CFR 2805.15(e).

b. The right-of-way Stipulations (Exhibit B), attached hereto and the approved Plan of Development are incorporated into and made a part of this instrument as fully and effectively as if they were set forth herein in their entirety.

c. The holder shall perform all operations in a good and workmanlike manner, consistent with the approved Plan of Development, so as to ensure protection of the environment and the health and safety of the public. The Authorized Officer may order an immediate temporary suspension of operations, orally or in writing, in accordance with 43 CFR 2807.16 to protect public health or

safety or the environment if the Authorized Officer determines that the holder has violated one or more of the terms, conditions, or stipulations of this instrument. An immediate temporary suspension order is effective until the holder receives a written Notice to Proceed from the Authorized Officer.

d. The holder will not initiate any construction or other surface disturbing activities on the right-of-way without prior written authorization of the Authorized Officer. Such authorization will be a written Notice to Proceed (Form 2800-15) issued by the Authorized Officer or his/her delegated representative. Notices to Proceed will be required during construction, and each will authorize construction or use and occupancy only as therein expressly stated and only for the particular location or use and occupancy therein described, i.e., a construction phase or site location. The Authorized Officer will issue a Notice to Proceed subject to such terms and conditions as deemed necessary when the design, construction, use, occupancy, and operation proposals are in conformity with the terms and conditions of this instrument.

e. The holder shall start construction on the initial phase of development no later than 24 months after the effective date of the issuance of this right-of-way grant. The holder shall complete construction within the timeframes in the Project Schedule as described in the Plan of Development, but no later than 24 months after start of construction. Failure of the holder to comply with this diligent development provision may cause the Authorized Officer to suspend or terminate the authorization in accordance with 43 CFR 2807.17 - 2807.19, and use the posted Performance and Reclamation bond to cover the costs for removal of any equipment and/or facilities. The Authorized Officer will provide the holder a written Notice of Failure to Ensure Diligent Development prior to the suspension or termination of the authorization. The holder will be provided an opportunity to correct any noncompliance in accordance with 43 CFR 2807.18 or submit a written request to the Authorized Officer for an extension of the timelines in the approved Plan of Development.

f. Upon termination by the Authorized Officer or expiration of this instrument, all improvements shall be removed from the public lands within 180 calendar days or otherwise disposed of as provided for in the approved Plan of Development, or as directed by the Authorized Officer.

g. This instrument shall, at a minimum, be reviewed by the Authorized Officer at the end of the 20th year and at regular intervals thereafter not to exceed 10 years. Provided, however, that this instrument may be reviewed at any time deemed necessary by the Authorized Officer in accordance with the regulations.

h. This instrument may be assigned consistent with the regulations, but all assignments are subject to approval by the Authorized Officer. In addition, the qualifications of all assignees must comply with the requirements of the regulations. A partial assignment of this instrument shall not be approved if such action would hinder the Authorized Officer's management of the authorization or the associated public lands.

i. Upon the request of the Authorized Officer, the holder shall provide access to environmental, technical, and financial records, reports, and other information related to construction, operation, maintenance, and decommissioning of the right-of-way. Any information marked confidential or proprietary will be kept confidential to the extent allowed by law. Failure of the holder to cooperate with such request, provide data, or grant access to such records, reports, and information may, at the discretion of the Authorized Officer, result in suspension or termination of the right-of-way grant in accordance with the regulations.

j. The holder shall not initiate any construction or other surface disturbing activities as a minor change to the right-of-way or Plan of Development without prior written approval of the Authorized Officer, or his delegate. Such authorization shall be a written Change of Condition or Adjustment. Each Change of Condition/Adjustment shall authorize construction or use only as therein expressly stated and only for the particular location and use therein described. All Changes of Condition/Adjustments are subject to such terms and conditions as deemed necessary by the Authorized Officer at the time of approval. Approved changes authorize construction or use only as therein expressly stated and only for the particular location, phase, area, or use described. The Authorized Officer may, by written notice, suspend or terminate in whole or in part any change of condition/adjustment which has been approved, when in the Authorized Officer's judgment, unforeseen conditions arise which result in the approved terms and conditions being inadequate to protect the public health and safety or to protect the environment. All Conformance Requests will be documented and tracked to ensure the acreages of disturbance affected by post-authorization conformance changes remain within the limits of impacts analyzed in the EIS and approved in the ROD and ROW.

IN WITNESS WHEREOF, The undersigned agree to the terms, conditions, and stipulations of this right-of-way grant.

Agent of Ocotillo Express LLC	BLM Authorized Officer
Title	Title
Date	Date

Attachments
Exhibit A: Legal Description
Exhibit B: Stipulations

EXHIBIT A - LEGAL DESCRIPTION
CACA- 051552

Project Boundary

San Bernardino Meridian (SBM)

T. 16 S., R. 9 E., SBM

Sec. 17, Lots 6 and 7, Sec. 17, Lots 3-5 and 8-10 of Tract 40;

Sec. 18, Lots 7-14, 17-28, SE1/4;

Sec. 19, Lots 7-20 and 25 -38, Sec. 19, Lots 5-6 of Tract 41, Lot 21-22 of Tract 42, Lots 23-24 and 39-40 of Tract 43;

Sec. 20, Lot 7 of Tract 41, Lot 8 of Tract 42, Lots 19-20 of Tract 43, Lots 16-18 and 21-23 of Tract 44, Lots 4-6 and 9-11 of Tract 45, Lots 2-3 of Tract 46, Lots 1, 12-15 and 24-25 of Tract 47 ;

Sec. 21, Lots 6-7 and 18-19 of Tract 47, Lots 3-5, 8-10, 15-17 and 20-22 of Tract 48, Lots 1-2 and 11-14 of Tract 49;

Sec. 22, Lots 6-7 and 18 of Tract 49, Lots 3-5, 8-10, 15-17 and 20-22 of Tract 50, Lots 1-2 and 11-12 of Tract 51, a portion of Tract 52C, Tracts 52D-52E, a portion of Tract 52F;

Sec. 23, E1/2E1/2, Lots 1, 8, 9 and 16, Sec. 23, Lots 2-7 of Tract 51, Tract 52A, a portion of Tract 52C, a portion of Tract 52 F, Tract 52 H;

Sec. 24, Lots 1, 4, 5 and 8, N1/2, SW1/4, Sec. 24, Lots 2-3 and 6-7 of Tract 53;

Sec. 27, Lots 20-22 of Tract 57;

Sec. 28, Lots 13-14 and 25-26 of Tract 58, Lots 3-5, 8-10, 15-16 and 23-24 of Tract 59, Lots 17-18 and 21-22 of Tract 60, Lots 6-7 and 19-20 of Tract 61;

Sec. 29, Lots 3-4, 9-10, W1/2, Sec. 29, Lots 1-2, 5-8 and 11-12 of Tract 61;

Sec. 30, Entire section;

Sec. 31, Entire section;

Sec. 32, Lots 3, 4 and 9, W1/2, NW1/4SE1/4, S1/2SE1/4, Sec. 32, Lots 1-2 and 5-6 of Tract 62, Lots 7-8 of Tract 63;

Sec. 33, Lot 18, SW1/4SW1/4, Sec. 33, Lots 3-4 and 9-10 of Tract 59, Lots 5-6 of Tract 62, Lots 7-8, 14-17 and 19-20 of Tract 63, Lots 11-12 of Tract 64, Lots 1-2 of Tract 65, Lot 13 Tract 66;

Sec. 34, Lot 6 of Tract 64, Lots 3-5 of Tract 65, Lots 7-9 of Tract 66, Lots 1-2 and 10-11 of Tract 67;

Sec. 35, Lots 4-5 of Tract 67.

T. 16 ½ S., R. 9 ½ E., SBM

Sec. 1, S1/2, S1/2N1/2, Lots 5-8;

Sec. 2, Entire fractional section excluding Jacumba Wilderness Area CACA 35087;

T. 17 S., R. 9 E., SBM

Sec. 1, Lots 5, 9-10 excluding Jacumba Wilderness Area CACA 35087;

Sec. 2, Lot 8;

Sec. 3, Lot 5;

Sec. 4, Lots 6-7.

T. 16 S., R. 10 E., SBM

Sec. 19, Entire section;

T. 17 S., R. 10 E., SBM

Sec. 5, Lot 4 excluding Jacumba Wilderness Area CACA 35087;

Sec. 6, Lots 1-3 excluding Jacumba Wilderness Area CACA 35087;

Mine Road

T. 16 S., R. 9 E., SBM

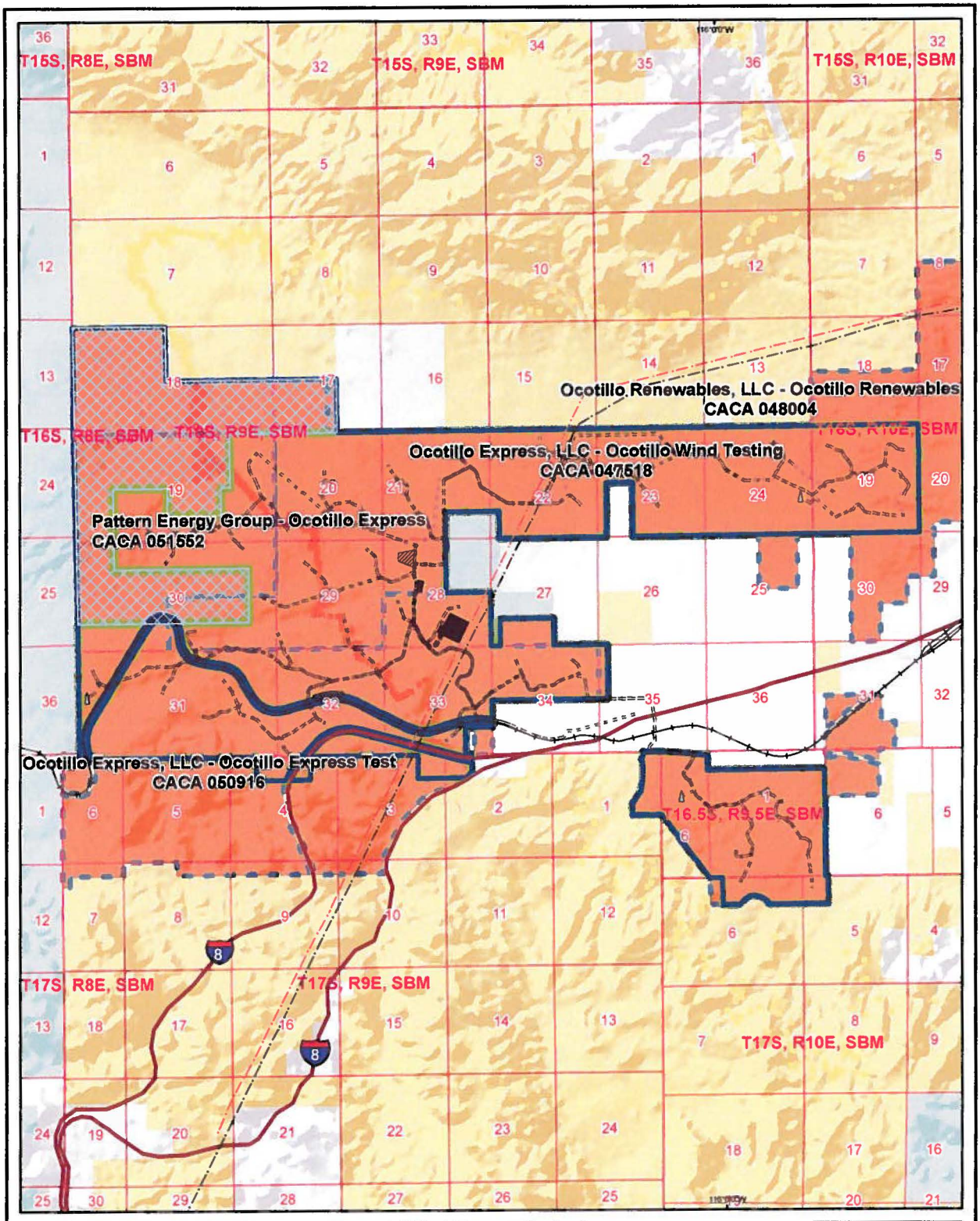
Sec. 15, lots 4-6, inclusive, of Tract 37;

Sec. 16, lots 3-5, inclusive, of Tract 37.

T. 16 S., R. 10 E., SBM

Sec. 30, lots 9, 10, 20 and 22, Tract 61, lots 8, 11, 19 and 21 of Tracts 60 and 61.

Containing approximately 12,436 acres more or less



Wind Energy Project
Pattern Energy Group - Ocotillo Express / CACA051552

Legend

- Wind Turbine Exclusion Zone
- MET Tower
- Access Roads
- Temporary Access Roads
- Existing Transmission Lines
- Sunrise Powerlink Line
- Proposed Batchyard, Switchyard, and Substation
- Temporary Laydown Area
- Interstate Highway
- Railroads

Renewable Energy ROW

- Current Boundary CACA 051552
- Refined Boundary CACA 051552
- Authorized Type II Wind Energy Projects
- Pending Wind Energy ROW Applications

Land Status

- Bureau of Land Management Lands
- State Owned Land
- Private/Other Ownerships

N

El Centro Field Office

0 0.5 1 1.5 2 Miles

Site Development View

US Department of the Interior
BUREAU OF LAND MANAGEMENT
California State Office
Sacramento, California
(916) 978-4400
www.ca.blm.gov

Date Prepared: 05/03/2012

EXHIBIT B – STIPULATIONS
CACA- 051552

1. The holder shall construct, operate, and maintain the facilities, improvements, and structures within this right-of-way in strict conformity with the approved Plan of Development, as amended or supplemented by approval of the Authorized Officer. Any surface disturbing activity, additional construction, or use that is not in accord with the approved Plan of Development shall not be initiated without the prior written approval of the Authorized Officer. A copy of the complete right-of-way grant, including all stipulations and approved Plan of Development, shall be made available on the right-of-way area during construction, operation, and decommissioning. Noncompliance with the above will be grounds for immediate temporary suspension of activities if it constitutes a threat to public health or safety or the environment.

2. The holder shall comply with the Biological Opinion for listed and proposed species associated with this project signed by the U.S. Fish and Wildlife Service on April 26, 2012. Failure to comply with the requirements of the Biological Opinion shall be cause for suspension or termination of the right-of-way grant.

3. The holder shall comply with the stipulations set forth in the Memorandum of Agreement Regarding the Ocotillo Express Wind Energy Project dated May 8, 2012, among the Bureau of Land Management – California, the United States Army Corps of Engineers, Ocotillo Express LLC, the California State Historic Preservation Officer and the Advisory Council on Historic Preservation (MOA).

4. The holder shall comply with the stipulations set forth in the Adopted Avoidance, Minimization, and Mitigation Measures and any future amendments as described in the ROD for the Ocotillo Express, LLC.

5. The holder shall comply with the Environmental and Construction Compliance Monitoring Plan (ECCMP). The ECCMP includes requirements to verify the implementation of and compliance with mitigation measures including preparation and implementation of plans such as, but not limited to, the Avian and Bat Protection Plan, the Fire Safety Plan, and a Habitat Restoration/Revegetation Plan. The BLM will use the process described in the ECCMP to ensure that the appropriate plans are completed prior to NTP issuance for actions affecting a particular resource and compliance with those measures.

6. The holder shall designate a representative who shall have the authority to act upon and to implement instructions from the Authorized Officer. The holder's representative shall be available for communication with the Authorized Officer within a reasonable time when construction or other surface disturbing activities are underway.

7. The holder shall protect all survey markers found within the right-of-way. Survey markers include, but are not limited to, Public Land Survey System line and corner markers, other property boundary line and corner markers, and horizontal and vertical geodetic monuments. In the event of obliteration or

disturbance of any of the above, the holder shall immediately report the incident, in writing, to the Authorized Officer and the respective installing authority if known. Where any of the above survey markers are obliterated or disturbed during operations, the Authorized Officer will determine how the marker is to be restored. The holder will be instructed to secure the services of a registered land surveyor or informed that an official survey will be executed by the Bureau of Land Management (BLM). All surveying activities will be in conformance with the Manual of Surveying Instructions and appropriate State laws and regulations. Surveys by registered land surveyors will be examined by the Authorized Officer and the BLM State Office Chief Cadastral Surveyor for conformance with the Manual of Surveying Instructions and State laws and regulations before being filed in the appropriate State or county offices of record. The holder shall be responsible for all administrative and survey costs.

8. The grant holder shall construct and utilize common use ancillary facilities where the authorized officer deems it necessary. The grant holder shall not charge for the use of the lands made subject to such additional right-of-way grants; however, the holder may enter into cost sharing agreements with third parties through which it may charge or be reimbursed for costs associated with the construction, operation and maintenance of its linear facilities within the right-of-way grant area.

9. Construction sites shall be maintained in a sanitary condition at all times; waste materials at those sites shall be disposed of promptly at an appropriate waste disposal site. 'Waste' means all discarded matter including, but not limited to, human waste, trash, garbage, refuse, oil drums, petroleum products, ashes, and equipment.

10. The holder shall comply with all applicable Federal, State, and local laws and regulations, existing or hereafter enacted or promulgated, with regard to any hazardous material, as defined by 43 CFR 2801.5 that will be used, produced, or transported on or within the right-of-way, or used in the construction, operation, maintenance, or decommissioning of the project or any of its facilities. The holder agrees in accordance with 43 CFR 2807.12(e) to fully indemnify the United States against any liability arising from the release of any hazardous material on or near the right-of-way in connection with the holder's use and occupancy of the right-of-way, whether or not the release is authorized under the grant. This agreement applies without regard to whether a release is caused by the holder, or its agent.

11. Within 120 calendar days of completion of construction, the holder will submit to the Authorized Officer as-built drawings and a certification of construction verifying that the facility has been constructed in accordance with the design, plans, specifications, and applicable laws and regulations.

12. The holder will be liable for all fire suppression costs resulting from fires caused during construction, operations, or decommissioning. The holder shall comply with all guidelines and restrictions imposed by agency fire control officials.

13. Confine all construction and construction-related activities to the minimum necessary area as defined by the final engineering plans. All construction areas, access to construction areas, and construction-related activities shall be strictly limited to the areas identified on the final engineering plans. To the extent practical, the limits of the approved work space shall be delineated with stakes and/or flagging that shall be maintained throughout the construction period. An environmental monitor shall complete regular

observations to ensure that all work is completed within the approved work limits, and in the event any work occurs beyond the approved limits, it shall be reported. During and after construction, entrances to newly developed access roads shall be gated to prevent the unauthorized use of these construction access roads by the general public. Signs prohibiting unauthorized use of the access roads shall be posted on these gates.

14. Conduct contractor training for all construction staff. Prior to construction, all developer, contractor, and subcontractor personnel shall receive training regarding the appropriate work practices necessary to implement the stipulations and comply with environmental regulations, including plant and wildlife species avoidance, impact minimization, and best management practices. Sign-in sheets and hard hat decals shall be provided that document contractor training has been completed for construction personnel.

15. Conduct biological construction monitoring. An authorized biological monitor must be present at the construction sites during all ground disturbing and vegetation removal activities. The monitor shall survey the construction sites and surrounding areas for compliance with all environmental specifications. Weekly biological construction monitoring reports shall be prepared and submitted to the appropriate permitting and responsible agencies through the duration of the ground disturbing and vegetation removal construction phase. Monthly biological construction monitoring reports shall be prepared and submitted through the duration of project construction to document compliance with environmental requirements.

16. Implement fire prevention best management practices during construction and operation activities. Fire prevention best management practices shall be implemented during construction and operation of the project as specified by the Construction Fire Safety Plan and Operations Fire Safety Plan.

17. Limit temporary and permanent impacts to jurisdictional features to the minimum necessary as defined by the final engineering plans. Obtain and implement the terms and conditions of agency permit(s) for unavoidable impacts to jurisdictional wetlands and waters. All construction areas, access to construction areas, and construction-related activities shall be strictly limited to the areas within the approved work limits identified on the final engineering plans unless a variance is approved by the BLM. The limits of the approved work space shall be delineated with stakes and/or flagging that shall be maintained throughout the construction period in accordance with ECCMP. The project applicant shall obtain applicable permits and provide evidence of permit approval, which may include but not be limited to a Clean Water Act Section 404 Permit, a Clean Water Act Section 401 water quality certification, and a Section 1602 streambed alteration agreement with the U.S. Army Corps of Engineers, Regional Water Quality Control Board, and California Department of Fish and Game for impacts to jurisdictional features prior to project construction. The applicant shall implement the terms and conditions of these authorizations.

18. Where drainage crossings are unavoidable, construct access roads at right angles to drainages. Unless not possible due to existing landforms or site constraints, access roads shall be built perpendicular to

drainages to minimize the impacts to these resources and prevent impacts along the length of jurisdictional features.

19. Prepare and implement a Noxious Weeds and Invasive Species Control Plan. On BLM lands, the plan shall be consistent with an Integrated Pest Management approach per the Vegetation Treatments on Bureau of Land Management Lands in 17 Western States Programmatic Environmental Report (2007).The plan shall be implemented during all phases of project construction and operation. The plan shall include best management practices to avoid and minimize the direct or indirect effect of the establishment and spread of invasive plant species during construction. Implementation of specific protective measures shall be required during construction, such as cleaning vehicles prior to off-road use, using weed-free imported soil/material, restricted vegetation removal and requiring topsoil storage. Development and implementation of weed management procedures shall be used to monitor and control the spread of weed populations along the construction access and transmission line right-of-ways. Vehicles used in transmission line construction shall be cleaned prior to operation off of maintained roads. Except as required to comply Biological Opinion, or as provided in the ECCMP variance process existing vegetation shall be cleared only from areas scheduled for immediate construction work and only for the width needed for active construction activities. Noxious weed management shall be conducted annually to prevent the establishment and spread of invasive plant species. This shall include weed abatement efforts, targeted at plants listed as invasive exotics by the California Exotic Plant Pest Council in their most recent "A" or "Red Alert" list. Only herbicides approved by BLM in California will be used on BLM lands. Herbicide application can only occur on BLM lands with an approved Pesticide Use Proposal (PUP). Pesticide use should be limited to non-persistent pesticides and should only be applied in accordance with label and application permit directions and restrictions for terrestrial and aquatic applications.

20. Install fencing or flagging around identified special-status plant species populations in the construction areas. Prior to the start of construction, a qualified biologist shall conduct focused surveys during the appropriate blooming period for special-status plant species for all construction areas. All of the special-status plant locations shall be recorded using a Global Positioning System (GPS), which will be used to site the avoidance fencing/flagging. Special-status plant species shall be avoided to the maximum extent possible by all construction activities. The boundaries of all special-status plant species to be avoided shall be delineated in the field with clearly visible fencing or flagging. The fencing/flagging shall be maintained for the duration of project construction activities.

21. Enforce speed limits in and around all construction areas. Vehicles shall not exceed 15 miles per hour on unpaved roads and the right-of-way accessing the construction site.

22. Prohibit littering and remove trash from construction areas daily. Littering shall not be allowed by the project personnel. All food-related trash and garbage shall be removed from the construction sites on a daily basis.

23. Prohibit the harm, harassment, collection of, or feeding of wildlife. Project personnel shall not harm, harass, collect, or feed wildlife. No pets shall be allowed in the construction areas.

24. Obtain and implement the terms of agency permit(s) with jurisdiction over federal or state listed species. The applicant shall implement the Biological Opinion for impacts to federally listed wildlife species and a Section 2081 permit (or consistency determination) from the California Department of Fish and Game for take of state listed wildlife species resulting from this project. The terms and conditions included in these authorizations shall be implemented, which may include seasonal restrictions, relocation, monitoring/reporting specifications, and/or habitat compensation through restoration or acquisition of suitable habitat.

25. Design all transmission towers and lines to conform with Avian Power Line Interaction Committee standards. The Proposed Project shall implement recommendations by the Avian Power Line Interaction Committee (2006), which will protect raptors and other birds from electrocution. These measures are sufficient to protect even the largest birds that may perch or roost on transmission lines or towers from electrocution.

26. Prepare an Avian and Bat Protection Plan. Prior to project construction, an Avian and Bat Protection Plan must be submitted to the USFWS and CDFG. Acceptance of the Plan from the U.S. Fish and Wildlife Service will document that the Avian and Bat Protection Plan was prepared consistent with the Bald and Golden Eagle Protection Act, but will not in and of itself authorize take of golden eagles or determine that no take will occur.

27. Conduct maintenance activities resulting in vegetation disturbance outside of the bird nesting season or conduct pre-construction nesting bird surveys. Maintenance activities with the potential to result in direct or indirect habitat disturbance, most notably vegetation management, shall be conducted outside of the bird nesting season to the maximum extent practicable. Where avoidance is not possible, the project proponent shall conduct pre-construction nesting bird surveys to determine the presence/absence of active nests in or adjacent to construction areas. If active nests are identified, appropriate avoidance measures would be identified and implemented to prevent disturbance to the nesting bird(s). If federal or state listed nesting birds are identified, the project proponent shall contact the U.S. Fish and Wildlife Service and/or California Department of Fish and Game to determine the appropriate course of action.

28. Reduce visual contrast from unnatural vegetation lines. In those areas where views of land scars are unavoidable, the boundaries of disturbed areas shall be aggressively revegetated to create a less distinct and more natural-appearing line to reduce visual contrast. Furthermore, all graded roads and areas not required for ongoing operation, maintenance, or access shall be returned to preconstruction conditions.

29. Notify property owners and provide access. To facilitate access to properties obstructed by construction activities, Ocotillo Express LLC shall notify property owners and tenants at least 24 hours in advance of construction activities and shall provide alternative access if required.

30. Develop and Implement a Historic Properties Treatment Plan-Cultural Resources Management Plan. A Historic Properties Treatment Plan–Cultural Resources Management Program (HPTP-CRMP) shall be

prepared to avoid or mitigate impacts for significant cultural resources pursuant to Section 106 Guidelines. The MOA details the HPTP-CRMP.

31. Avoid and Protect Significant Resources. Ocotillo Express LLC shall design and implement a long-term management plan to protect NRHP-eligible, CRHR-eligible sites or sites treated as eligible for project management purposes from direct impacts of project operation and maintenance and from indirect impacts (such as erosion and access) that could result from the presence of the project in accordance with the MOA and the Historic Properties Treatment Plan for the Ocotillo Wind Energy Facility Project, Imperial County, California (HTPT) dated April 2012 and attached as Appendix E to the MOA.

32. Training for Contractor. All construction personnel shall be trained regarding the recognition of possible buried cultural remains and protection of all cultural resources, including prehistoric and historic resources during construction, prior to the initiation of construction or ground-disturbing activities. The Applicant shall complete training for all construction personnel and retain documentation showing when training of personnel was completed. Training shall inform all construction personnel of the procedures to be followed upon the discovery of archaeological materials, including Native American burials. Training shall inform all construction personnel that all such resources shall be avoided, and that travel and construction activity shall be confined to designated roads and areas. All personnel shall be instructed that unauthorized collection or disturbance of artifacts or other cultural materials on or off the ROW by Ocotillo Express LLC, its representatives, or employees shall not be allowed. Violators shall be subject to prosecution under the appropriate State and federal laws, and violations shall be grounds for removal from the project. Unauthorized resource collection or disturbance may constitute grounds for the issuance of a stop work order. The following issues shall be addressed in training or in preparation for construction:
    - All construction contracts shall require construction personnel to attend training so they are aware of the potential for inadvertently exposing buried archaeological deposits, their responsibility to avoid and protect all cultural resources, and the penalties for collection, vandalism, or inadvertent destruction of cultural resources.
    - Ocotillo Express LLC shall provide training for supervisory construction personnel describing the potential for exposing cultural resources and procedures and notifications required in the event of discoveries by project personnel or archaeological monitors. Supervisors shall also be briefed on the consequences of intentional or inadvertent damage to cultural resources. Supervisory personnel shall enforce restrictions on collection or disturbance of artifacts or other cultural resources.

33. Discovery of Unknown Resources. In the event that previously unknown cultural resources are discovered, the archaeologist shall have the authority to divert or temporarily halt ground disturbance to allow evaluation of recommended significant cultural resources. The process for handling inadvertent discoveries shall be documented in the MOA and CRMP. It shall detail the methods, consultation procedures, and timelines for assessing register eligibility, formulating a mitigation plan, and implementing treatment should avoidance and protection of the resource not be possible. Mitigation and treatment plans for unanticipated discoveries shall be approved by the agency and SHPO prior to

implementation. The archaeologist in coordination with the BLM shall evaluate the significance of the discovered resources based on eligibility for the NRHP, CRHR, or local registers. Preliminary determinations of NRHP eligibility shall be made by the BLM, in consultation with other appropriate agencies and local governments, and the SHPO.

34. Control Unauthorized Access. Ocotillo Express LLC shall coordinate with the authorized officer of the BLM before construction to review gate designs for newly developed access roads within the ROW. On trails proposed for dual use as access roads, gates shall be wide enough to allow horses, bicycles, and pedestrians to pass through. Ocotillo Express LLC shall document its coordination efforts with the administering agency of the road/trail and provide this documentation to BLM prior to construction. Signs prohibiting unauthorized use of the access roads shall be posted on the installed gates.

35. Continue Consultation with Native Americans and Other Traditional Groups. Ocotillo Express LLC shall provide assistance to the BLM to continue required government to government consultation with interested Native American tribes and individuals (Executive Memorandum of April 29, 1994, and Section 106 of the National Historic Preservation Act) and other traditional groups to identify and assess or mitigate the impact of the approved project on traditional cultural properties or other resources of Native American concern, such as sacred sites and landscapes, or areas of traditional plant gathering for food, medicine, basket weaving, or ceremonial uses. As directed by the BLM, Ocotillo Express LLC shall undertake required treatments, studies, or other actions that result from such consultation. Actions that are required during or after construction shall be defined, detailed, and scheduled in the HPTP-CRMP and implemented by Ocotillo Express LLC. Ocotillo Express LLC is required to conform to the terms and conditions of the approved Memorandum of Agreement for the Ocotillo Wind Project, as well as the HPTP-CRMP prepared for the project.

36. Human Remains. All locations of known Native American human remains shall be avoided through project design and designation in accordance with the MOA. During construction, if human remains are encountered, Ocotillo Express LLC shall comply with and follow the procedures in the MOA.

37. Develop Paleontological Monitoring and Treatment Plan/Construction Monitoring.
Paleo-1 The two areas of Palm Spring Formation (Potential Fossil Yield Classification [PFYC] Class 4) exposures identified within the Ocotillo Wind Energy Facility (OWEF) boundary, where a high density of vertebrate fossils were found, shall be avoided to the fullest extent practical through micrositing turbines, access roads, collector lines, or any other features in order to preserve subsurface fossils in their native stratigraphic context. Avoidance areas shall be marked prior to construction and a full time Paleo monitor shall be on site during any ground disturbing activity within 500 feet of the Palm Springs formation or activities in that area. Additionally, a monitoring plan shall be developed by a qualified paleontologist hired by the proponent who holds a current California BLM Paleontology Use Permit. The plan must be appropriately scaled to the size and complexity of the anticipated monitoring. If developed by a third party, the appropriate Paleontology Lead or Regional Paleontologist shall review the plan for sufficiency prior to acceptance. Monitoring of the project may proceed when the monitoring plan is approved by the Authorized Officer. A monitoring plan shall indicate the treatments recommended for the area of the proposed disturbance and must minimally address the following:

1. The recommended approach to additional specimen collection, such as total or partial recovery or sampling; and,
2. The specific locations and intensity of monitoring or sampling recommended for each geologic unit, stratigraphic layer, or area impacted.
3. Monitoring intensity is determined based on the analysis of existing data and/or field surveys and any previous monitoring efforts.
4. Additional mitigation related to public or other educational interpretation of findings.

38. Conduct Paleontological Data Recovery. If avoidance of significant paleontological resources is not feasible or appropriate based on project design, treatment (including recovery, specimen preparation, data analysis, curation, and reporting) shall be carried out by the project, in accordance with the approved Treatment Plan per Stipulation 38 (Develop Paleontological Monitoring and Treatment Plan).

39. Prior to erection of any overhead transmission lines, towers or wind turbines, Ocotillo Express LLC shall provide written notification to the FAA, the U.S. Air Force Regional Environmental Coordinator (or appropriate DOD representative), U.S. Customs and Border Protection (San Diego Sector), the BLM and Imperial County stating when and where the new transmission lines, towers, and wind turbines will be erected, and shall install markers as requested by U.S. Customs and Border Protection or FAA. Ocotillo Express LLC shall also provide all agencies listed above with aerial photos or topographic maps clearly showing the new lines, towers, and wind turbines.

40. Health and Safety Program. Prior to approval of construction plans for each applicable phase of the Ocotillo Express Wind Project, Ocotillo Express LLC shall prepare a Health and Safety Program for each applicable phase of the project (i.e., construction, operation, and decommissioning). The program shall be developed to protect both workers and the general public during all phases of the project. The program shall be implemented to educate construction workers about the hazards associated with the particular project site and the safety measures that must be taken to prevent injury. The program shall include standards regarding occupational safety, safe work practices for each task, hazard training requirements for workers, and mechanisms for documentation and reporting.

41. This stipulation relates only to the establishment of the BLM compensation requirement. To mitigate for habitat loss of Flat-tailed horned lizard (FTHL) for areas outside of an established Management Area, the holder shall provide compensatory mitigation at a 1:1 ratio for impacts to 128.77 acres as described in the final Plan of Development. The 1:1 compensation ratio is developed in accordance with the FTHL Rangewide Management Strategy, 2003.

    The Holder has agreed to satisfy this requirement by depositing funds into the Renewable Energy Action Team (REAT) Account established with the National Fish and Wildlife Foundation (NFWF). or in accordance with the NFWF calculation table and deposit document.

    If the Holder elects not to utilize the REAT NFWF Account, they must assume the full financial responsibility for completing the required habitat enhancement projects within 2-years of the effective date of the ROW grant. The holder is also responsible for the long term maintenance and upkeep of installed projects and is required to obtain an appropriate authorization from the BLM, such as a right-

of-way grant, prior to the installation and maintenance of installed projects. The maintenance shall occur for the duration of project impacts. The holder will be responsible for all costs associated with processing right-of-way applications for the enhancement projects. Failure of the holder to complete enhancement actions under this mitigation measure within the 2-year time frame will be grounds for suspension of the right-of-way.

If the REAT NFWF Account is used for the enhancement projects, the holder shall ensure funds are transferred into the account in accordance with the prescribed REAT NFWF table prior to issuance of the NTP to ensure enhancement projects can be implemented within the 2-year deadline.