

RIGHT-OF-WAY BOND
Bond No. 929584503

RECEIVED

SEP 01 2016

SOUTH DAKOTA PUBLIC
UTILITIES COMMISSION

This Bond Is Effective August 23, 2016
This Bond Replaces and Supersedes Bond No. 105425884

KNOW ALL MEN BY THESE PRESENTS:

That we, **PrairieWinds SD 1, Inc.**, a wholly-owned subsidiary of **Basin Electric Power Cooperative, Inc.**, hereinafter called the Principal, and **Western Surety Company**, as Surety, are jointly and severally held and firmly bound unto the **South Dakota Public Utilities Commission, hereinafter called the Oblige, on behalf of and for the benefit for all townships, counties, and other governmental entities whose properties are crossed by the transmission facilities described in Stipulation EL09-028,** in the sum of **One Million Five Hundred Thousand And No/100 Dollars (\$1,500,000.00)** lawful money of the United States of America, for the payment of which sum we bind ourselves and our successors, heirs, administrators or personal representatives as the case may be.

WHEREAS, Principal has applied or will apply to the Oblige for a permit, permits, or permission to do work within the Right-of-Way of **townships, counties, and other governmental entities whose properties are crossed by the transmission facilities described in Stipulation EL09-028,**

WHEREAS, South Dakota Codified Law 49-41B-38 requires any person performing any construction or survey work to furnish an indemnity bond in a reasonable amount that runs in favor of, and for the benefit of, such townships, counties, or other governmental entities whose property is crossed by a transmission facility insuring that any damage beyond normal wear to public roads, highways, bridges, or other related facilities shall be adequately compensated,

NOW, THEREFORE, if the said Principal shall restore all pre-existing roads and lanes used during the construction of the transmission facilities to at least their pre-construction condition as described in accordance with Stipulation EL09-015 then this obligation is null and void, otherwise to remain in full force and effect.

This obligation may be canceled by the Surety by its giving thirty (30) days written notice to the Principal and Oblige. Regardless of the length of time that this bond remains in force, in no event shall the Surety's obligation exceed the sum listed above.

Dated at Minneapolis, Minnesota, this 19th day of August, 2016.

PRINCIPAL

SURETY

PrairieWinds SD 1, Inc.

Principal

By

Western Surety Company

Surety

By:

Ann Higgins, Attorney In Fact

Western Surety Company

POWER OF ATTORNEY APPOINTING INDIVIDUAL ATTORNEY-IN-FACT

Know All Men By These Presents, That WESTERN SURETY COMPANY, a South Dakota corporation, is a duly organized and existing corporation having its principal office in the City of Sioux Falls, and State of South Dakota, and that it does by virtue of the signature and seal herein affixed hereby make, constitute and appoint

Ann Higgins, Michele L Grogan, Robin Rutlin, Tasha Gordon-Jackson, Alaina Anderson, Individually

of Minneapolis, MN, its true and lawful Attorney(s)-in-Fact with full power and authority hereby conferred to sign, seal and execute for and on its behalf bonds, undertakings and other obligatory instruments of similar nature

- In Unlimited Amounts -

and to bind it thereby as fully and to the same extent as if such instruments were signed by a duly authorized officer of the corporation and all the acts of said Attorney, pursuant to the authority hereby given, are hereby ratified and confirmed.

This Power of Attorney is made and executed pursuant to and by authority of the By-Law printed on the reverse hereof, duly adopted, as indicated, by the shareholders of the corporation.

In Witness Whereof, WESTERN SURETY COMPANY has caused these presents to be signed by its Vice President and its corporate seal to be hereto affixed on this 11th day of November, 2015.



WESTERN SURETY COMPANY

Paul T. Bruflat

Paul T. Bruflat, Vice President

State of South Dakota }
County of Minnehaha } ss

On this 11th day of November, 2015, before me personally came Paul T. Bruflat, to me known, who, being by me duly sworn, did depose and say: that he resides in the City of Sioux Falls, State of South Dakota; that he is the Vice President of WESTERN SURETY COMPANY described in and which executed the above instrument; that he knows the seal of said corporation; that the seal affixed to the said instrument is such corporate seal; that it was so affixed pursuant to authority given by the Board of Directors of said corporation and that he signed his name thereto pursuant to like authority, and acknowledges same to be the act and deed of said corporation.

My commission expires

February 12, 2021



S. Eich

S. Eich, Notary Public

CERTIFICATE

I, L. Nelson, Assistant Secretary of WESTERN SURETY COMPANY do hereby certify that the Power of Attorney hereinabove set forth is still in force, and further certify that the By-Law of the corporation printed on the reverse hereof is still in force. In testimony whereof I have hereunto subscribed my name and affixed the seal of the said corporation this 19th day of August, 2016.



WESTERN SURETY COMPANY

L. Nelson

L. Nelson, Assistant Secretary

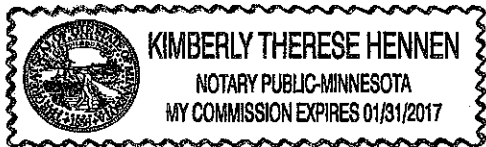
ACKNOWLEDGMENT BY SURETY

STATE OF Minnesota }
County of Hennepin } ss.

On this 19th day of August, 2016, before me personally
appeared Ann Higgins, known to, me to be the Attorney-in-Fact of
Western Surety Company

_____, the corporation
that executed the within instrument, and acknowledged to me that such corporation executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, at my office in the aforesaid County, the day and
year in this certificate first above written.



A handwritten signature in cursive script, appearing to read "K. Hennen", written over a horizontal line.

Notary Public in the State of Minnesota
County of Hennepin