

**SERVICE TERRITORY EXCHANGE AGREEMENT  
BETWEEN  
XCEL ENERGY AND SIOUX VALLEY SOUTHWESTERN ELECTRIC COOPERATIVE,  
INC.**

This AGREEMENT (“Agreement”) is made and entered into by Northern States Power Company, a Minnesota corporation doing business as Xcel Energy, with offices located at 500 W. Russell Street, Sioux Falls, South Dakota (“Xcel Energy”), and Sioux Valley Southwestern Electric Cooperative, Inc. with principal place of business at PO Box 216, Colman, South Dakota (“Sioux Valley”) (together, “Parties”).

**RECITALS:**

WHEREAS, pursuant to SDCL 49-34A-42 *et seq.*, the Parties have electric service territory established under South Dakota Law; and

WHEREAS, Xcel Energy and Sioux Valley agree to adjust the service territory line defined and depicted in our “contract in the matter of establishment of an assigned service area” dated January 28, 1976 on file with the South Dakota Public Utilities Commission,

**NOW THEREFORE**, the Parties agree as follows:

1. Xcel Energy and Sioux Valley agree to a new service territory line in section 21 of T101N R50W in Minnehaha County, South Dakota as depicted on the maps in attached Exhibit A and Exhibit B.
2. Xcel Energy and Sioux Valley agree to a new service territory line in section 30 of T101N R48W in Minnehaha County, South Dakota as depicted on the maps in attached Exhibit C and Exhibit D.
3. The Parties agree that the change in service territory boundary lines will transfer territory from Sioux Valley to Xcel Energy and from Xcel Energy to Sioux Valley as noted in numbers 1 and 2 above.
4. The parties agree to jointly submit these agreed upon changes to the South Dakota Public Utilities Commission for its approval, and such approval is needed before this Agreement becomes effective.
5. Except as specifically set forth herein, this Agreement does not modify or limit the legal rights of any party.
6. The Parties acknowledge that this Agreement is subject to the jurisdiction of the Commission.

IN WITNESS WHEREOF: This Agreement is executed and made effective between Sioux Valley and Xcel Energy.

Xcel Energy

Sioux Valley Southwestern Electric Cooperative, Inc.

By: Laura McCarten  
Regional Vice President,  
Northern States Power Company,  
a Minnesota Corporation

By: Tim McCarthy  
General Manager/CEO

Attest: Laura McCarten

Attest: Tim McCarthy

Date: 5-1-2017

Date: 4/27/17