



414 Nicollet Mall
Minneapolis, Minnesota 55401

October 3, 2016

—Via Electronic Filing—

Daniel P. Wolf
Executive Secretary
Minnesota Public Utilities Commission
121 7th Place East, Suite 350
St. Paul, MN 55101

RE: AMENDMENT TO THE
SERVICE AREA COMPENSATION AND ORDERLY TRANSFER AGREEMENT WITH
MINNESOTA VALLEY ELECTRIC COOPERATIVE
DOCKET NO. E002,124/SA-16-701

Dear Mr. Wolf:

On August 23, 2016, a Joint Petition was submitted by Northern States Power Company, doing business as Xcel Energy, and Minnesota Valley Electric Cooperative seeking approval of a Compensation and Orderly Transfer Agreement (Agreement) between the two parties.

The Agreement (Schedule A) of our original petition had a typographical error. Attached to this letter is an Amendment correcting the original agreement. We apologize for any inconvenience this may have caused.

We have electronically filed this document with the Minnesota Public Utilities Commission, and copies have been served on the parties on the attached service list.

Please contact me at bria.e.shea@xcelenergy.com or 612-330-6064 if you have any questions regarding this filing.

Sincerely,

/s/

BRIA E. SHEA
REGULATORY MANAGER

Enclosures

c: Service List (Summary)
Joe Green, Minnesota Valley Electric Cooperative

**COMPENSATION AND ORDERLY TRANSFER AGREEMENT AMENDMENT
BETWEEN
NORTHERN STATES POWER COMPANY, A MINNESOTA CORPORATION
AND THE
MINNESOTA VALLEY ELECTRIC COOPERATIVE**

THIS AMENDMENT NO. 1 (“Amendment No. 1”) to the Compensation and Orderly Transfer Agreement between Northern States Power Company, a Minnesota corporation (“NSPM”), with its principal place of business at 414 Nicollet Mall, Minneapolis, Minnesota 55401 and the Minnesota Valley Electric Cooperative (the “Cooperative”), with its principal office located at 125 Minnesota Valley Electric Drive, Jordan, Minnesota is made this 3rd day of October, 2016, by and between NSPM and the Cooperative. NSPM and the Cooperative are referred collectively as the “Parties”.

WHEREAS, on July 7, 2016, the Parties entered into a Compensation and Orderly Transfer Agreement (the “Original Agreement”) to transfer certain residential lots in Savage, Minnesota; and

WHEREAS, the Original Agreement was subsequently filed with the Minnesota Public Utilities Commission (“MPUC”) on August 23, 2016 in Docket No. E002,124/SA-16-701.

WHEREAS, the Parties have identified an error to the recitals in the July 7, 2016 Agreement, which they wish to correct.

NOW, THEREFORE, in consideration of the foregoing and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and intending to be legally bound thereby, the Parties hereby agree as follows:

1. Paragraph E is deleted in its entirety and replaced with the following:

Xcel Energy currently provides electric service to the 17 lots in the Providence 1st and 4th Additions in Savage. The Cooperative currently provides electric service to the 15 lots in the Providence 1st and 3rd Additions in Savage.
2. The terms and provisions contained in this Amendment No. 1 to the Original Agreement constitute the entire agreement between NSP and the Cooperative with respect to the amendment of the Original Agreement. This Amendment No. 1 may be amended, changed, modified, or altered, *provided, however, that* such amendment, change, modification, or alteration shall be in writing.
3. Except and specifically provided in this Amendment No. 1, no other amendments, revisions, or changes are made or have been made to the Original Agreement.
4. Upon executing this Amendment No. 1, NSPM will file this amendment in Docket No. E002,124/SA-16-701, which is currently pending before the MPUC.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the Parties have executed this Amendment No. 1 as of the date first set forth above.

Northern States Power Company,
a Minnesota corporation

Minnesota Valley Electric Cooperative



Laura McCarten
Regional Vice President, NSPM

Ryan Hentges
General Manager

Date: 10-3-16

Date: _____



Stephen R. Foss
Regional Vice President, Distribution
Operations

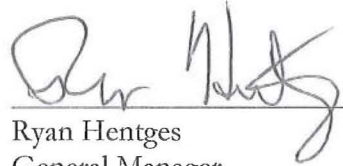
Date: 9/26/16

IN WITNESS WHEREOF, the Parties have executed this Amendment No. 1 as of the date first set forth above.

Northern States Power Company,
a Minnesota corporation

Minnesota Valley Electric Cooperative

Laura McCarten
Regional Vice President, NSPM



Ryan Hentges
General Manager

Date: _____

Date: 9/26/16

Stephen R. Foss
Regional Vice President, Distribution
Operations

Date: _____

CERTIFICATE OF SERVICE

I, Carl Cronin, hereby certify that I have this day served copies of the foregoing document on the attached list of persons.

xx by depositing a true and correct copy thereof, properly enveloped with postage paid in the United States mail at Minneapolis, Minnesota

xx electronic filing

DOCKET No. E002,124/SA-16-701

Dated this 3rd day of October 2016

/s/

Carl Cronin
Regulatory Administrator

First Name	Last Name	Email	Company Name	Address	Delivery Method	View Trade Secret	Service List Name
Christopher	Anderson	canderson@allete.com	Minnesota Power	30 W Superior St Duluth, MN 558022191	Electronic Service	No	OFF_SL_16-701_SA-16-701
Julia	Anderson	Julia.Anderson@ag.state.mn.us	Office of the Attorney General-DOC	1800 BRM Tower 445 Minnesota St St. Paul, MN 551012134	Electronic Service	Yes	OFF_SL_16-701_SA-16-701
Mara K	Ascheman	mara.k.ascheman@xcenergy.com	Xcel Energy	414 Nicollet Mall FL 5 Minneapolis, MN 55401	Electronic Service	No	OFF_SL_16-701_SA-16-701
James J.	Bertrand	james.bertrand@stinson.com	Stinson Leonard Street LLP	150 South Fifth Street, Suite 2300 Minneapolis, MN 55402	Electronic Service	No	OFF_SL_16-701_SA-16-701
Carl	Cronin	Regulatory.records@xcenergy.com	Xcel Energy	414 Nicollet Mall FL 7 Minneapolis, MN 554011993	Electronic Service	No	OFF_SL_16-701_SA-16-701
Jeffrey A.	Daugherty	jeffrey.daugherty@centerpointenergy.com	CenterPoint Energy	800 LaSalle Ave Minneapolis, MN 55402	Electronic Service	No	OFF_SL_16-701_SA-16-701
Ian	Dobson	ian.dobson@ag.state.mn.us	Office of the Attorney General-RUD	Antitrust and Utilities Division 445 Minnesota Street, 1400 BRM Tower St. Paul, MN 55101	Electronic Service	No	OFF_SL_16-701_SA-16-701
Emma	Fazio	emma.fazio@stoel.com	Stoel Rives LLP	33 South Sixth Street Suite 4200 Minneapolis, MN 55402	Electronic Service	No	OFF_SL_16-701_SA-16-701
Sharon	Ferguson	sharon.ferguson@state.mn.us	Department of Commerce	85 7th Place E Ste 500 Saint Paul, MN 551012198	Electronic Service	No	OFF_SL_16-701_SA-16-701
Joe	Green	joeg@mvec.net	Minnesota Valley Electric Cooperative	125 Minnesota Valley Electric Dr Jordan, MN 55352	Electronic Service	No	OFF_SL_16-701_SA-16-701

First Name	Last Name	Email	Company Name	Address	Delivery Method	View Trade Secret	Service List Name
Michael	Hoppe	il23@mtn.org	Local Union 23, I.B.E.W.	932 Payne Avenue St. Paul, MN 55130	Electronic Service	No	OFF_SL_16-701_SA-16-701
Alan	Jenkins	aj@jenkinsatlaw.com	Jenkins at Law	2265 Roswell Road Suite 100 Marietta, GA 30062	Electronic Service	No	OFF_SL_16-701_SA-16-701
Richard	Johnson	Rick.Johnson@lawmoss.com	Moss & Barnett	150 S. 5th Street Suite 1200 Minneapolis, MN 55402	Electronic Service	No	OFF_SL_16-701_SA-16-701
Mark J.	Kaufman	mkaufman@ibewlocal949.org	IBEW Local Union 949	12908 Nicollet Avenue South Burnsville, MN 55337	Electronic Service	No	OFF_SL_16-701_SA-16-701
Thomas	Koehler	TGK@IBEW160.org	Local Union #160, IBEW	2909 Anthony Ln St Anthony Village, MN 55418-3238	Electronic Service	No	OFF_SL_16-701_SA-16-701
Michael	Krikava	mkrikava@briggs.com	Briggs And Morgan, P.A.	2200 IDS Center 80 S 8th St Minneapolis, MN 55402	Electronic Service	No	OFF_SL_16-701_SA-16-701
Douglas	Larson	dlarson@dakotaelectric.com	Dakota Electric Association	4300 220th St W Farmington, MN 55024	Electronic Service	No	OFF_SL_16-701_SA-16-701
John	Lindell	john.lindell@ag.state.mn.us	Office of the Attorney General-RUD	1400 BRM Tower 445 Minnesota St St. Paul, MN 551012130	Electronic Service	Yes	OFF_SL_16-701_SA-16-701
Pam	Marshall	pam@energycents.org	Energy CENTS Coalition	823 7th St E St. Paul, MN 55106	Electronic Service	No	OFF_SL_16-701_SA-16-701
Andrew	Moratzka	andrew.moratzka@stoel.com	Stoel Rives LLP	33 South Sixth St Ste 4200 Minneapolis, MN 55402	Electronic Service	No	OFF_SL_16-701_SA-16-701

First Name	Last Name	Email	Company Name	Address	Delivery Method	View Trade Secret	Service List Name
David	Niles	david.niles@avantenergy.com	Minnesota Municipal Power Agency	220 South Sixth Street Suite 1300 Minneapolis, Minnesota 55402	Electronic Service	No	OFF_SL_16-701_SA-16-701
Richard	Savelkoul	rsavelkoul@martinsquires.com	Martin & Squires, P.A.	332 Minnesota Street Ste W2750 St. Paul, MN 55101	Electronic Service	No	OFF_SL_16-701_SA-16-701
Ken	Smith	ken.smith@districtenergy.com	District Energy St. Paul Inc.	76 W Kellogg Blvd St. Paul, MN 55102	Electronic Service	No	OFF_SL_16-701_SA-16-701
Ron	Spangler, Jr.	rlspangler@otpc.com	Otter Tail Power Company	215 So. Cascade St. PO Box 496 Fergus Falls, MN 565380496	Electronic Service	No	OFF_SL_16-701_SA-16-701
Byron E.	Starns	byron.starns@stinson.com	Stinson Leonard Street LLP	150 South 5th Street Suite 2300 Minneapolis, MN 55402	Electronic Service	No	OFF_SL_16-701_SA-16-701
James M.	Strommen	jstrommen@kennedy-graven.com	Kennedy & Graven, Chartered	470 U.S. Bank Plaza 200 South Sixth Street Minneapolis, MN 55402	Electronic Service	No	OFF_SL_16-701_SA-16-701
Eric	Swanson	eswanson@winthrop.com	Winthrop Weinstine	225 S 6th St Ste 3500 Capella Tower Minneapolis, MN 554024629	Electronic Service	No	OFF_SL_16-701_SA-16-701
Lisa	Veith	lisa.veith@ci.stpaul.mn.us	City of St. Paul	400 City Hall and Courthouse 15 West Kellogg Blvd. St. Paul, MN 55102	Electronic Service	No	OFF_SL_16-701_SA-16-701
Daniel P	Wolf	dan.wolf@state.mn.us	Public Utilities Commission	121 7th Place East Suite 350 St. Paul, MN 551012147	Electronic Service	Yes	OFF_SL_16-701_SA-16-701