

Minnesota Public Utilities Commission 121 7th Place E Suite 350 Saint Paul, MN 55101 June 1, 2016

Cover Letter Regarding the joint filing of Federated Rural Electric Association and Nobles Cooperative Electric.

Federated Rural Electric Association and Nobles Cooperative Electric are requesting a service area extension which would result in a permanent boundary change. Both Cooperatives agree to and collectively submit to the Minnesota Public Utilities Commission our joint request for the change and would like all electronic service to the following emails as listed below.

FOR:

Scott O. Reimer, General Manager reimer@federatedrea.coop Federated Rural Electric Association 77100 US Highway 71 PO Box 69 Jackson MN 65143

FOR:

Adam M. Tromblay, General Manager atromblay@noblesce.com Nobles Cooperative Electric 22636 US Highway 59 PO Box 788 Worthington MN 56187

Cooperatively,

Scott O. Reimer, General Manager Federated Rural Electric Association Adam M. Tromblay, General Manager

Nobles Cooperative Electric

STATE OF MINNESOTA BEFORE THE MINNESOTA PUBLIC UTILITIES COMMISSION

In the Matter of a Petition for Approval of an
Agreement for Confirmation and Realignment
of Electric Service Area Between Federated
Rural Electric Association and Nobles
Cooperative Electric

Docket No.		
JOINT PETITIO	ON OF	

JOINT PETITION OF FEDERATED RURAL ELECTRIC ASSOCIATION AND NOBLES COOPERATIVE ELECTRIC

I. INTRODUCTION

Federated Rural Electric Association ("Federated") and Nobles Cooperative Electric ("Nobles") hereby petition the Minnesota Public Utilities Commission (the "Commission") for approval of an AGREEMENT FOR CONFIRMATION AND REALIGNMENT OF ELECTRIC SERVICE TERRITORY to make changes to the boundaries of the assigned service areas of each electric utility.

II. BACKGROUND

Federated and Nobles are cooperative associations duly organized and existing under the laws of Minnesota. Each owns and operates a system for distribution of electric energy within an assigned service area, and each is a member of Southern Minnesota Energy Cooperative.

Nobles recently acquired from Southern Minnesota Energy Cooperative the right to serve customers in Kinbrae, Minnesota. However, Nobles does not have facilities in place necessary to serve customers in Kinbrae, Minnesota, and in the other parts of sections 2 and 11, Graham Township, Nobles County, Minnesota (the "Kinbrae ASA"). Federated does have facilities in place necessary to serve customers in the Kinbrae ASA. Consequently, Nobles must either [i] construct approximately 4.5 miles of three phase line in order to serve customers in the Kinbrae ASA, or [ii] pay to Federated a wheeling fee to serve those customers. Nobles and Federated

have negotiated and executed an AGREEMENT FOR CONFIRMATION AND REALIGNMENT OF ELECTRIC SERVICE TERRITORY to assign to Federated all of Nobles' [a] rights to serve customers in the Kinbrae ASA, and [b] right, title, interest and equity in and to all elements of the system for distribution of electric energy in the Kinbrae ASA.

III. SERVICE AREA EXTENSION AGREEMENTS CHECKLIST

In compliance with the Commission's recent orders and procedures for service area adjustments, Federated and Nobles have included herein the Commission's CHECKLIST FOR CONTENT OF AGREED UPON SERVICE AREA EXTENSION AGREEMENTS.

1. A cover letter with the submitter's full contact information, including where to provide electronic service.

See the accompanying cover letter. The submitters' full contact information is:

Scott Reimer, General Manager Federated Rural Electric 77100 U.S. Hwy. 71, P. O. Box 69 Jackson, MN 56143-0069

Phone: 507-847-3520 Fax: 507-728-8366

reimer@federatedrea.coop

Adam Tromblay, General Manager

Nobles Cooperative Electric

22636 U.S. Hwy 59, P. O. Box 788

Worthington, MN 56187 Phone: 507-372-7331 Fax: 507-372-5148

atromblay@noblesce.com

2. A joint letter explaining the change. Letter includes contact information for both utilities (name, title, phone number, work address, e-mail address). Contact information is:

Scott Reimer, General Manager Federated Rural Electric

77100 U.S. Hwy. 71, P. O. Box 69

Jackson, MN 56143-0069 Phone: 507-847-3520

Fax: 507-728-8366

reimer@federatedrea.coop

Adam Tromblay, General Manager

Nobles Cooperative Electric

22636 U.S. Hwy 59, P. O. Box 788

Worthington, MN 56187 Phone: 507-372-7331

Fax: 507-372-5148

atromblay@noblesce.com

Letter includes a legal description of the property in question.

The legal description of the property in question is as follows:

All of Sections Two (2) and Eleven (11) in Graham Township, Nobles County, Minnesota, not already included within Federated's assigned service area.

Letter includes a short explanation why the agreement is consistent with Minn. Stat. §216B.39.

See section IV below.

Letter states whether the filing is related to a permanent boundary change or is service by exception.

See section IV below describing a permanent boundary change.

3. A Settlement Agreement, if applicable.
Settlement Agreement is signed by authorized representatives of both utilities.

Submitted with this petition is an AGREEMENT FOR CONFIRMATION AND REALIGNMENT OF ELECTRIC SERVICE TERRITORY that is signed by authorized representatives of Federated and Nobles.

- 4. A digital (PDF) or paper map, with adequate information to locate service area change
 - Digital (pdf) and paper maps are submitted with this petition.
- 5. GIS data (shapefile with defined projection) e-mailed to MNGeo and Commission staff after documentation is efiled (or contact MNGeo for other formats).
 - This information has been e-mailed to MNGeo and will be e-mailed to Commission staff after being eFiled.
- 6. Customers affected by this change must receive written notice, including utility contact information and Commission contact information.

Customers affected by this change have been provided with written notice of the proposed change of assigned service area, including a copy of this petition and contact information for Federated, Nobles and the Commission.

IV. PETITION FOR CHANGE IN ASSIGNED SERVICE AREA

Federated and Nobles jointly petition for approval of the changes to assigned service area described in their AGREEMENT FOR CONFIRMATION AND REALIGNMENT OF ELECTRIC SERVICE TERRITORY and on the service area map submitted with this petition. Minn. Stat. § 216B.39, Subd. 3, provides in relevant part:

... the commission may on its own or at the request of an electric utility make changes in the boundaries of the assigned service areas, but only after notice and hearing as provided for in sections 216B.17 and 216B.18.

Minn. Stat. § 216B.39, Subd. 4, provides in part:

The commission shall approve a contract if it finds that the contract will eliminate or avoid unnecessary duplication of facilities, will provide adequate electric service to all areas and customers affected, and will promote the efficient and economical use and development of the electric systems of the contracting electric utilities.

As related above, Federated has – and Nobles does not have – facilities in place to serve customers in the Kinbrae ASA. To serve those customers Nobles must either construct approximately 4.5 miles of three phase line in order to serve those customers or continue to pay to Federated wheeling fees. Approval and implementation of the agreement negotiated and executed by Federated and Nobles will avoid unnecessary duplication of facilities, will provide adequate electric service to all areas and customers affected, will provide adequate compensation to Nobles for transfer of the Kinbrae ASA, and will promote the efficient and economical use and development of the electric systems of the contracting electric utilities.

V. CONCLUSION

Federated and Nobles respectfully request that the Commission enter its order approving of the AGREEMENT FOR CONFIRMATION AND REALIGNMENT OF ELECTRIC SERVICE TERRITORY and of the proposed Map submitted with this petition.

Dated: May 26, 2016.

Respectfully submitted,

Scott Reimer, General Manager Federated Rural Electric Association Adam Tromblay, General Manager Nobles Cooperative Electric

Federated Rural Electric Association / Nobles Cooperative Electric

AGREEMENT FOR CONFIRMATION AND REALIGNMENT OF ELECTRIC SERVICE TERRITORY

THIS AGREEMENT is made and entered into by and between Federated Rural Electric Association, a cooperative association under the laws of the State of Minnesota ("Federated"), and Nobles Cooperative Electric, also a cooperative association under the laws of the State of Minnesota ("Nobles").

Recitals

- A. Federated and Nobles distribute electricity to customers within an assigned service area ("ASA").
 - **B.** Federated and Nobles are members of Southern Minnesota Electric Cooperative.
- C. Nobles recently acquired from Southern Minnesota Electric Cooperative the right to serve customers in Kinbrae, Minnesota.
- **D.** Nobles must construct additional facilities in order to serve customers in the Kinbrae ASA.
 - **E.** Federated has facilities in place to serve customers in the Kinbrae ASA.
- F. Federated and Nobles have agreed upon and desire to reduce to writing terms pursuant to which Nobles' right to serve customers in and its facilities in Kinbrae, Minnesota, and other areas in Section Two (2) and Section Eleven (11) in Graham Township, Nobles County, Minnesota, may be transferred from Nobles to Federated.

Agreement

FOR VALUABLE CONSIDERATION, IT IS AGREED by and between Federated and Nobles as follows:

- 1. Transfer to Federated. Subject to the terms and conditions contained in this agreement and to receipt of necessary approvals from regulatory agencies and lien holders,
- A. Nobles shall and does hereby release and assign, transfer and convey to Federated all of Noble's rights to provide electric service to customers located within the service area described as follows (hereinafter the "Kinbrae ASA"):

All of Section Two (2) and Section Eleven (11) in Graham Township, Nobles County, Minnesota, not already included within Federated's assigned service area.

- **B.** Nobles shall and does hereby assign, transfer and convey to Federated all of Nobles' right, title, interest and equity in and to Nobles' facilities in the Kinbrae ASA, free from all liens and encumbrances.
- C. The Kinbrae ASA may be removed and deleted permanently from Nobles' ASA.
- **D.** Nobles shall no longer provide electric service to customers presently located or hereafter locating within the Kinbrae ASA.
- **E.** The Kinbrae ASA may be assigned to Federated and added to Federated's ASA.
- F. Federated shall have the exclusive right to provide electric service to each customer presently located or hereafter locating within the Kinbrae ASA, commencing forthwith.
- **G.** Nobles and Federated shall execute and deliver any other documents necessary or convenient to effectuate the terms of this agreement.
- 2. Map. Attached hereto and made a part hereof as "EXHIBIT A" is a map that depicts the Kinbrae ASA and the relevant ASA boundary lines between Federated and Nobles, effective as of the date of this agreement (the "Map").
- 3. Compensation. As full compensation for Nobles' transfer to Federated of the Kinbrae ASA and Nobles' facilities therein, for lost revenues (past, present and future), for engineering expenses, and any and all other costs associated with or resulting from the transfers contemplated by this agreement, Federated shall pay to Nobles the sum of <u>Eighty-nine Thousand Three Hundred Eleven and 64/100ths</u> Dollars (\$89,311.64), payable within <u>sixty</u> (60) days of approval of this agreement by the Minnesota Public Utilities Commission (the "PUC").
- **4. Arbitration. A.** Any dispute or claim arising under or with respect to this agreement shall be resolved by arbitration in accordance with the applicable rules of the American Arbitration Association (the "AAA") before a panel of three arbitrators: one appointed by Nobles, one appointed by Federated, and the third appointed by the AAA.
- **B.** The decision or award of a majority of the arbitrators shall be final and binding upon the parties, and any arbitration award may be entered as a judgment or order in any court of competent jurisdiction.

5. Mutual release and waiver. Federated and Nobles do each hereby release and waive any and all claims, known or unknown, that either may now or in the future have against the other arising from any action or omission occurring prior to the date hereof, whether or not continuing in nature, with respect to or arising from rights to provide electric service, and from electric service provided by either party, in the Kinbrae ASA.

6. Filing of agreement.

- A. Contemporaneously with execution of this agreement, Federated and Nobles shall execute the original of the Joint Petition to the PUC, a copy of which petition is attached hereto as "EXHIBIT B" (the "Joint Petition").
- **B.** Federated and Nobles shall promptly submit to the PUC [i] the Joint Petition, [ii] this agreement, [iii] the Map, and [iv] a "joint letter" in the form attached hereto as "EXHIBIT C".
- C. If the PUC or the Energy Division of the Department of Commerce raises any question or challenge regarding any provision in or performance of this agreement, then Federated and Nobles shall each, at its own expense, exercise any and all lawful efforts reasonable and necessary to respond to said question or challenge and to assure the filing, acknowledgment, and approval of this agreement and of the Map.
- 7. **Notices.** Notices and other communications pursuant to this agreement shall be in writing and shall be personally served or sent by United States mail, return receipt requested, to the address as follows:

If to Federated:If to Nobles:Federated Rural ElectricNobles Cooperative ElectricAttn: General ManagerAttn: General Manager77100 U.S. Hwy. 71, P.O. Box 6922636 U.S. Hwy. 59, P. O. Box 788Jackson, MN 56143Worthington, MN 56187

or to such other address as either party may hereafter designate by written notice(s) so served upon or sent to the other from time to time.

8. Headings/captions. The headings and captions contained in this agreement are for reference purposes only and shall not be deemed to be a part of this agreement or to affect the meaning or interpretation of this agreement.

- 9. Counterparts. This agreement may be executed in any number of counterparts, each of which when executed shall be deemed to be an original, and all of which together shall be deemed to be one and the same agreement.
- 10. Governing Law. This agreement shall be governed by and construed in accordance with the laws of the State of Minnesota, without giving effect to the choice of law principles thereof.
- 11. Severability. If any term, covenant, condition or provision of this agreement or the application thereof to any particular circumstance shall be invalid or unenforceable to any extent, the remaining terms, covenants, conditions and provisions of this agreement shall not be affected thereby; and each remaining term, covenant, condition and provision of this agreement shall be valid and enforceable to the fullest extent permitted by law. If any provision of this agreement is so broad as to be unenforceable, such provision shall be interpreted to be only as broad as is enforceable under existing law.
- 12. Amendments. This agreement may not be modified, changed, or amended except by an instrument or instruments in writing signed by Federated and Nobles.
- 13. Entire agreement. This agreement, including any exhibit(s) attached hereto and made a part hereof, constitutes the entire agreement between the parties with respect to the subject matter hereof and supersedes all prior agreements, verbal or otherwise, between the parties relating thereto.
- 14. Effect of agreement. This agreement [a] shall inure to the benefit of and shall be binding upon the parties hereto and their respective successors and assigns, [b] is not intended and shall not be construed to confer upon any person other than the parties hereto or their respective successors and assigns any rights, remedies, obligations or other liabilities under or by reason of this agreement, [c] is the result of arms length negotiations between the parties, with each taking into consideration costs and risks, [d] does not reflect the position of either Federated or Nobles as to appropriate application of the law determining electric service area rights or compensation in such matters, [e] shall not act or be considered as precedent in the determination of compensation, if any may be due, arising from future dealings between Federated and Nobles relating to ASA matters not expressly addressed in this agreement, and [f] shall not be offered by any party as evidence of the appropriate measure or amount of compensation, if any be due, in

any subsequent proceeding of any type that relates directly or indirectly to subsequent contested ASA proceedings involving either of the parties.

IN WITNESS WHEREOF, Federated and Nobles have caused this agreement to be executed by their respective, duly authorized officers and agents.

Federated Rural Electric Association

By: David A. Hanson, President

Attest:

Darvin D. Voss, Secretary

Nobles Cooperative Electric

Ronald Schwartau President

Attest:\

David Clarke, Secretary/Treasurer

STATE OF MINNESOTA, COUNTY OF JACKSON) ss.

The attached "AGREEMENT FOR CONFIRMATION AND REALIGNMENT OF ELECTRIC SERVICE TERRITORY" was acknowledged before me on May , 2016, by <u>David A. Hansen</u> and <u>Darvin D. Voss</u>, the <u>President</u> and <u>Secretary/Treasurer</u>, respectively, of <u>Federated Rural Electric Association</u>, a <u>cooperative association</u> under the laws of the State of <u>Minnesota</u>, on behalf of the <u>association</u>.

(seal)



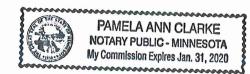
Marlak. Zemen Notary Public

STATE OF MINNESOTA, COUNTY OF NOBLES) ss.

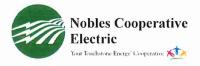
The attached "AGREEMENT FOR CONFIRMATION AND REALIGNMENT OF ELECTRIC SERVICE TERRITORY" was acknowledged before me on May 26, 2016, by Ronald Schwartau and David Clarke, the President and Secretary/Treasurer, respectively, of Nobles Cooperative Electric, a cooperative association under the laws of the State of Minnesota, on behalf of the association.

(seal)

Notary Public







Minnesota Public Utilities Commission 121 -- 7th Place E Suite 350 Saint Paul, Minnesota 55101 June 1, 2016

RE: Joint Letter Requesting Permanent Boundary Change of Assigned Service Area

Greetings.

Federated Rural Electric Association ("Federated") and Nobles Cooperative Electric ("Nobles") are filing jointly for a service area extension and permanent boundary change. Federated and Nobles have agreed that the service area in and in close proximity to the town of Kinbrae, Minnesota, should be assigned from Nobles to Federated. The Kinbrae service area was recently acquired from Interstate Power and Light Company (a/k/a Alliant) by Southern Minnesota Energy Cooperative (of which both Federated and Nobles are members) and was subsequently assigned to Nobles. Nobles currently serves the 21 customers in the Kinbrae service area; such service is from and through a substation owned and operated by Federated; and Nobles pays wheeling fees to Federated.

Please note the following.

1. Contact information for both cooperatives is as follows:

Scott Reimer, General Manager Federated Rural Electric Association 77100 U.S. Hwy. 71, P. O. Box 69 Jackson, MN 56143-0069

Phone: 507-847-3520 Fax: 507-728-8366

reimer@federatedrea.coop

Adam Tromblay, General Manager Nobles Cooperative Electric 22636 U.S. Hwy 59, P. O. Box 788 Worthington, MN 56187

Phone: 507-372-7331 Fax: 507-372-5148

atromblay@noblesce.com

2. The **legal description** of the property in question is as follows:

All of Section Two (2) and Section Eleven (11) in Graham Township, Nobles County, Minnesota, not already included in Federated's assigned service area.

3. The agreement is consistent with Minn. Stat. §216B.39. As related above, Nobles presently serves customers in the subject area through a substation

owned and operated by Federated and pays wheeling fees to Federated. To avoid wheeling fees without the contemplated assignment of the subject service area to Federated, Nobles must build approximately 4 miles of three phase line. Federated already has facilities in place -- and is now ready, willing and able -- to serve those customers, and assigning that service area from Nobles to Federated will eliminate or avoid unnecessary duplication of facilities, will provide adequate electric service to all areas and customers affected, and will promote the efficient and economical use and development of the electric systems of the contracting electric utilities.

- **4.** Nobles and Federated have agreed upon a **permanent boundary change**, rather than service by exception.
- 5. A settlement agreement, entitled "AGREEMENT FOR CONFIRMATION AND REALIGNMENT OF ELECTRIC SERVICE TERRITORY" and signed by authorized representatives of both utilities, is submitted with this joint letter.
- **6.** Digital (PDF) and paper **maps** depicting Nobles assigned service area, Federated's assigned service area, and the subject service area are submitted with this joint letter.
- 7. GIS data (shapefile with defined projection) is being e-mailed to MNGeo and Commission staff after documentation is e-filed.
- **8. Customers** affected by this change have been provided with written notice of the proposed change of assigned service area, including a copy of this petition and contact information for Federated, Nobles and the Commission. A copy of the letter with which such notice was served is attached hereto as **"EXHIBIT B"**.

Respectfully Submitted,

Federated Rural Electric Association and Nobles Cooperative Electric

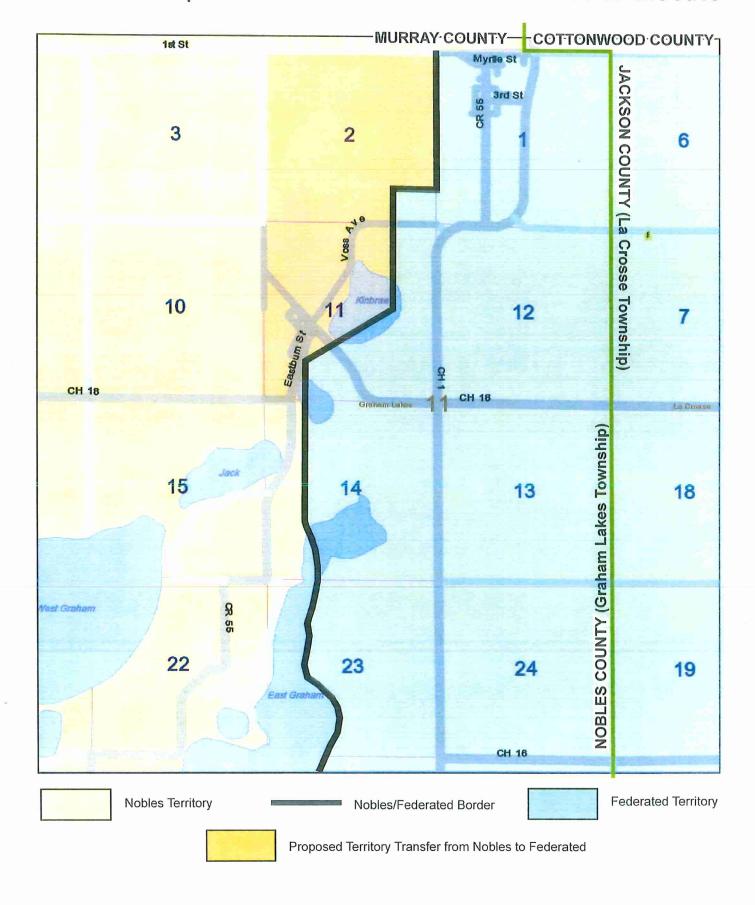
Scott O. Reimer, General Manager 77100 U.S. Hwy. 71, P. O. Box 69 Jackson, MN 56143-0069

Phone: 507-847-3520 reimer@federatedrea.coop

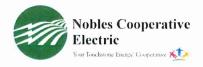
Adam M. Tromblay, General Manager 22636 U.S. Hwy. 59, P. O. Box 59 Worthington, MN 56187-0788

Phone: 507-372-7331 <u>atromblay@noblesce.com</u>

Proposed Service Territory Boundary Change From Nobles Cooperative Electric to Federated Rural Electric







Date

Letter to Members of Kinbrae Address Address

RE: Joint Letter Notifying Members of Kinbrae, Minnesota, of Service Provider Change

Greetings:

Nobles Cooperative Electric (Nobles) and Federated Rural Electric Association (Federated) have agreed that the service area in and in close proximity to the town of Kinbrae, Minnesota, should be assigned from Nobles to Federated. The Kinbrae service area was recently acquired from Alliant by Southern Minnesota Energy Cooperative (SMEC) of which both Federated and Nobles are members and was subsequently assigned to Nobles. Nobles currently serves the 21 members in the Kinbrae service area; such service is from and through a substation owned and operated by Federated. We believe the proposed change will better serve our memberships and be of benefit to all.

Please note the following.

Contact information for both cooperatives as well as the Minnesota PUC is as follows:

Scott Reimer, General Manager Federated Rural Electric Association 77100 U.S. Highway 71, P.O. Box 69 Jackson, MN 56143-0069 Phone: 507-847-3520

Fax: 507-728-8366

reimer@federatedrea.coop

Adam Tromblay, General Manager Nobles Cooperative Electric 22636 U.S. Highway 59, P.O. Box 788 Worthington, MN 56187

Phone: 507-372-7331 Fax: 507-372-5148

atromblay@noblesce.com

Minnesota Public Utilities Commission 21 7th Place E Suite 350 Saint Paul, MN 55101

Local: 651-296-0406 Toll Free: 1-800-657-3782

Consumer.puc@state.mn.us

Nobles and Federated have agreed upon a permanent boundary change, and will be submitting this request to the Minnesota Public Utilities Commission (PUC) for approval.

We are providing you with this written notice of the proposed change along with the necessary contact information for Federated, Nobles, and the PUC and would invite you to contact any of us if you have any questions or concerns.

Your rates will not change due to this service provider switch and all other applicable agreements will be honored.

Our intentions are to file with the PUC on or about June 1, 2016, and upon a 60-day review period we hope to have the final order and authorization to proceed.

We thank you for your understanding in this matter and will address any concerns that you may have.

Cooperatively,

Federated Rural Electric Association and Nobles Cooperative Electric

By:	Ву:
Scott O. Reimer, General Manager	Adam M. Tromblay, General Manager
77100 U.S. Highway 71, P.O. Box 69	22636 U.S. Highway 59, P.O. Box 59
Jackson, MN 56143-0069	Worthington, MN 56187-0788
Phone: 507-847-3520	Phone: 507-372-7331
reimer@federatedrea.com	atromblav@noblosco.com

Location Member Name	Address 1	Address 2	City	St	Zip Phone	Rev	Rate		Meter# Mul	Sub	Feeder	r Phase	
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