

March 29, 2019

Via Electronic Filing

Mr. Daniel Wolf
Executive Secretary
Minnesota Public Utilities Commission
121 Seventh Place East, Suite 350
St. Paul, MN 55101-2147

Re: *In the Matter of the Petition by Northern States Power Company d.b.a. Xcel Energy for Approval of the Acquisition of the Mankato Energy Center (MEC), Docket No.: IP-6949, E-002/PA-18-702*

Reply Comments of Southern Power Company

Dear Mr. Wolf:

Southern Power Company ("Southern"), on behalf of its wholly owned subsidiaries Mankato Energy Center, LLC ("MEC") and Mankato Energy Center II, LLC ("MEC II"), respectfully submits these brief Reply Comments in the above-referenced proceeding. In particular, Southern takes this opportunity to address recommendations by certain stakeholders that Northern States Power Company's ("NSP") proposed purchase of the Mankato Energy Center be evaluated in NSP's next Integrated Resource Plan ("IRP"). While Southern appreciates the value of an IRP process, we want to ensure that the Commission understands the impact of delay on our current agreement with NSP. If that recommendation is accepted such that it would delay the closing of the transaction beyond the termination date of September 27, 2019, Southern would exercise its rights under the Membership Interest Purchase Agreement ("MIPA") to terminate that agreement and then seek an alternative purchaser of the Mankato Energy Center as soon as possible.

Thank you for your consideration of these brief Reply Comments. Please do not hesitate to contact me with any questions or concerns.

Respectfully submitted,

/s/ Brian M. Meloy

Brian M. Meloy

Attorney for Southern Power Company

**STATE OF MINNESOTA
BEFORE THE
MINNESOTA PUBLIC UTILITIES COMMISSION**

*In the Matter of the Petition by Northern
States Power Company d.b.a. Xcel Energy for
Approval of the Acquisition of the Mankato
Energy Center (MEC)*

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) **Docket Nos. IP-6949, E-002/PA-18-702**
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CERTIFICATE OF SERVICE

The undersigned hereby certifies that true and correct copies of **Southern Power Company's Reply Comments**, were served today upon the following:

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Dated this 29th day of March 2019

/s/ Joshua M. Feit

Joshua M. Feit