

#21-05

## RESOLUTION AND RECITALS

I.

WHEREAS, **NorthWestern Corporation, a Delaware Corporation, d/b/a NorthWestern Energy (NorthWestern)**, has filed an application with the Brookings County Board of Commissioners pursuant to SDCL Section 7-8-23 on January 22, 2021, seeking the right to construct, lay, maintain and operate natural gas pipelines and mains along the county highways located in Brookings County, South Dakota.

II.

WHEREAS, the Brookings County Board of Commissioners has the jurisdiction and authority to grant the application of **NorthWestern** as set forth in paragraph I above, subject to such conditions as it may desire to impose.

THEREFORE, BE IT RESOLVED by the Brookings County Board of Commissioners as follows:

1. That the application of **Northwestern** dated January 15, 2021, for permission to construct, lay, maintain and operate natural gas pipelines and mains on and along Brookings County Roads is granted subject to the conditions set forth herein.
2. That this grant is for a period of twenty (20) years from and after \_\_\_\_\_, 2021, or as may be extended by the Brookings County Board of Commissioners in writing at a subsequent date.
3. That as consideration for this grant, **NorthWestern** agrees to indemnify and hold harmless Brookings County, its officers and employees from any and all liability, damages, claims, demands or otherwise, whether the same is based on contract or otherwise in law or in equity associated with the design, construction, installation, laying, operating, inspecting, repairing, maintaining, replacing and removing of pipes, mains, valves and all other devices used in connection with the operation of its natural gas pipeline located pursuant to this grant, except such liability, damages, claims or demands which arise as a result of the negligence of the county, its officers, employees or agents.
4. That as additional consideration for this grant, **NorthWestern** agrees to restore, at its expense, the affected areas in as good condition as before said work was commenced and replace any structures affected, i.e. culverts and signs; and if the county road should be rebuilt or construction and maintenance of the county road requires the removal or relocation of the pipeline, it shall be solely at the expense of **NorthWestern**.
5. That the rights and conditions by this grant shall be binding upon the successors and assigns of **NorthWestern**.

6. This grant shall further be subject to all rules and regulations as are prescribed by the State of South Dakota relating to the construction, operation and maintenance of gas pipelines and mains.
7. That this grant shall not be effective until execution of the acceptance of the conditions set forth below by **NorthWestern**.

Dated this 11<sup>th</sup> day of February, 2021.

**BROOKINGS COUNTY**  
**BOARD OF COMMISSIONERS**

By   
Chairman, Board of County Commissioners  
LARRY JENSEN

ATTEST:

  
Lori Schultz, Finance Officer

The foregoing resolution was made by Commissioner Ryan Krogman  
and seconded by Commissioner Angela Boersma, and upon a vote being  
taken thereon:

The following voted yea: 4

The following voted nay: 0

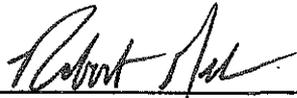
Whereupon the Chairman declared the resolution adopted.

**ACCEPTANCE OF CONDITIONS**

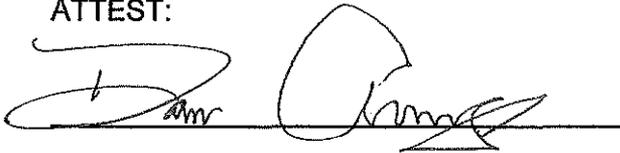
I, Robert Gehm, Real Estate Representative for **NorthWestern Corporation, a Delaware Corporation, d/b/a NorthWestern Energy** acknowledge that I have reviewed the terms and conditions of the resolution set forth above and, being authorized so to do on behalf of **NorthWestern Corporation, a Delaware Corporation, d/b/a NorthWestern Energy**, do hereby accept all of the terms and conditions set forth in such resolution.

Dated this 22<sup>nd</sup> day of January, 2021.

**NORTHWESTERN ENERGY**

By:   
Robert Gehm, Real Estate Representative

ATTEST:



**APPLICATION FOR PERMISSION TO CONSTRUCT, LAY, MAINTAIN AND OPERATE  
NATURAL GAS PIPELINES AND MAINS IN AND ALONG THE RIGHT-OF-WAY OF THE  
PUBLIC HIGHWAYS OF BROOKINGS COUNTY, SOUTH DAKOTA**

TO THE HONORABLE BOARD OF COUNTY COMMISSIONERS OF  
BROOKINGS COUNTY, SOUTH DAKOTA

Commissioners:

The undersigned, **NorthWestern Corporation, a Delaware Corporation, d/b/a  
NorthWestern Energy**, duly qualified to do business in the state of South  
Dakota, with its principal business office at 600 Market Street West, Huron,  
South Dakota, engaged in the transmission, distribution, and sale of natural gas  
to retail customers hereby makes application, pursuant to the provisions of SDCL  
7-8-23, for the right to construct, lay, maintain and operate natural gas pipelines  
and mains in and along the rights of way of the public highways in the county of  
Brookings, South Dakota, more particularly described hereinafter, for a period of  
twenty (20) years and for as long an extended period as the Legislature may  
provide, from and after the \_\_\_\_\_ day of \_\_\_\_\_, 2021,  
for the purpose of service of natural gas utility services to its customers.

Dated this 22<sup>nd</sup> day of January, 2021.

**NORTHWESTERN ENERGY**

By: 

Its: Real Estate Representative