

STATE OF MINNESOTA
OFFICE OF THE ATTORNEY GENERAL

SPECIAL COUNSEL APPOINTMENT

KNOW ALL MEN BY THESE PRESENTS, That I, WARREN SPANNAUS, Attorney General of the State of Minnesota, by virtue of the authority vested in me by statute, and upon the written request of the State of Minnesota, Minnesota Energy Agency (a copy of which is attached), do hereby constitute and appoint

BERLIN, ROISMAN, KESSLER & CASHDAN

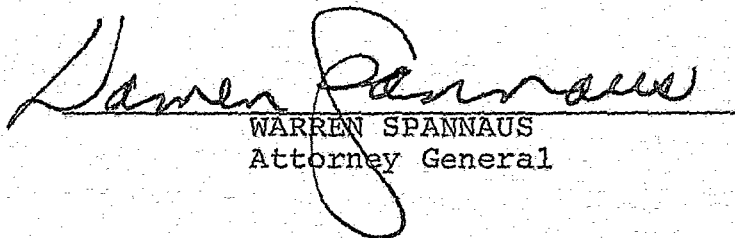
of Washington, District of Columbia, as Special Counsel for the purpose of providing legal services to the State of Minnesota, Minnesota Energy Agency, in connection with the intervention by the Minnesota Energy Agency in certain proceedings before the Minnesota Public Service Commission. This appointment shall be effective upon the date of its execution, and is subject to the terms and conditions hereinafter set forth;

1. REPORTS. The Special Counsel shall submit a monthly report to the Attorney General setting forth in detail his activities for that month regarding this appointment. A copy of the invoice prescribed in Paragraph 2 of this Agreement shall satisfy this requirement.
2. COMPENSATION AND EXPENSES. As compensation for satisfactory performance of the duties herein described, the Special Counsel shall be compensated at the rate of Forty and No/100 (\$40.00) Dollars per hour. The Special Counsel shall be reimbursed for reasonable travel and other expenses, provided, however, that any and all expert witnesses retained by the Special Counsel shall be directed to submit separate invoices to the Minnesota Energy Agency for any such services. All compensation and expenses shall be paid from funds appropriated to the Minnesota Energy Agency. The Special Counsel shall submit a monthly invoice in a form acceptable to the Minnesota Energy Agency.
3. STATUS. The Special Counsel shall serve at the pleasure of the Attorney General and the Minnesota Energy Agency

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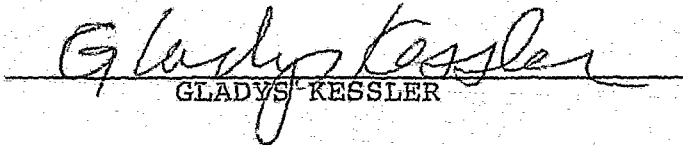
and shall not be considered an employee of the State of Minnesota for any purpose whatever.

Executed in St. Paul, Minnesota, this 21st day of March, 1975.

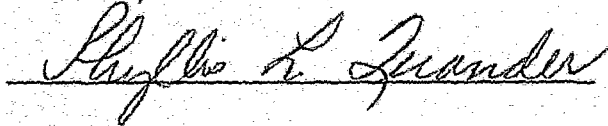

WARREN SPANNAUS
Attorney General

STATE OF MINNESOTA)
) ss:
COUNTY OF RAMSEY)

I, Gladys Kessler, on behalf of the law firm of Berlin, Roisman, Kessler & Cashdan, do swear that we will support the Constitution of the United States and of this State and that we will faithfully discharge the duties of the position of Special Counsel under the terms and conditions of this appointment to the best of our judgment and abilities, so help us.


GLADYS KESSLER

Subscribed and sworn to before me
this 21st day of March, 1975.



My commission expires January 31, 1976.

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED
APR 5 1975
Secretary of State

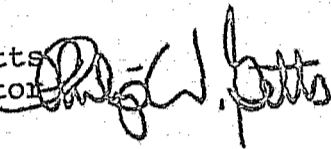
STATE OF MINNESOTA

DEPARTMENT Energy Agency*Office Memorandum*

TO : Byron E. Starns
Chief Deputy Attorney General
102 Capitol Building

DATE: April 3, 1975

FROM : Philip W. Getts
Deputy Director



SUBJECT: Appointment of Special Counsel for the Minnesota Energy Agency

By this memorandum I am hereby requesting that you appoint the Washington, D. C. law firm of Berlin, Roisman and Kessler as Special Counsel for the Minnesota Energy Agency for purposes of intervening in the Northern States Power rate case before the Minnesota Public Service Commission. It is our purpose in this intervention to persuade the Commission to adopt the principle of peak load pricing based on long-range incremental cost. We feel that such a rate structure will aid energy conservation and will benefit the people of Minnesota.

If you have any questions, please call.

PWG:mn

BERLIN, ROISMAN, KESSLER & CASHDAN

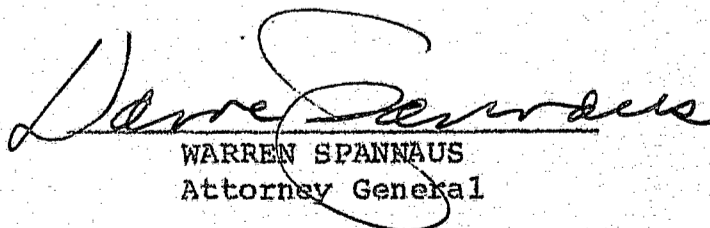
TERMINATION OF APPOINTMENT OF SPECIAL ATTORNEY

The appointment filed with the Secretary of State on
March 31, 1975, of Berlin, Roisman, Kessler & Cashdan
of Washington, D.C., Minnesota, as special attorney(s) for the
purpose of providing legal services to the State of Minnesota,
Minnesota Energy Agency, in connection with the intervention by
the Minnesota Energy Agency in certain proceedings before the
Minnesota Public Service Commission

is hereby terminated.

Executed in St. Paul, Minnesota, this 21th day of

SEPTEMBER, 1976.


WARREN SPANNAUS
Attorney General

RECEIVED
SEP 27 1976
SECRETARY OF STATE
CORPORATION DIVISION