

Per the requirements of the

JOINT POWERS AGREEMENT AMONG
MEADE COUNTY, PENNINGTON COUNTY,
THE CITY OF BOX ELDER, THE CITY OF RAPID CITY, AND
THE SOUTH DAKOTA BOARD OF WATER AND NATURAL RESOURCES

Acting collectively as “Project Sponsor”
for the SD-DENR funded “Project” known as

**EAFB, Box Elder Drainage, I-90 Corridor, Multiple Jurisdictional,
Bulk Sewerage Treatment, Feasibility Study Project
(the “Project”)**

To designate a Project Coordinator, the Project Sponsor Parties
collectively do here, by joint resolution, appoint:

Mark Merchen -- Manager of Economic Development, Legislative and
Public Affairs for West River Electric Association, Inc. as the Project
Coordinator.

The Parties, signed herein have also formed a Committee to supervise the activities of the Project and the Project Coordinator; and do also hold the Project Coordinator harmless from and against any and all claims, liability, actions, damages, demands, expenses, and losses, of any kind or character whatsoever, resulting from or in any way connected with the condition, use, operation, management, design, planning, construction, installation, management or financing of the Project, including all costs, reasonable attorney fees, expenses and liabilities incurred in any action or proceeding brought by reason of any such claim or demand. The Project Sponsor Parties shall upon request defend any such claim or demand on behalf of the Project Coordinator. Provided, however, that the foregoing does not require the Project Coordinator to indemnify the Project Sponsor, its members, officers, agents or employees from any claim or demand arising solely from the intentional or willful misconduct or negligence the Project Coordinator, its members, officers, agents or employees.

IN WITNESS WHEREOF, the parties have set their hands effective on the
day and year first written.

STATE OF SOUTH DAKOTA
BOARD OF WATER
AND NATURAL RESOURCES

By: _____
Brad Johnson
Chairman, Board of Water
and Natural Resources

MEADE COUNTY

By: _____
Chairperson
Board of County Commissioners

PENNINGTON COUNTY

By: _____
Chairperson
Board of County Commissioners

CITY OF BOX ELDER

By: _____
Mayor

CITY OF RAPID CITY

By: _____
Mayor