XCEL ENERGY INC.
Operations, Nuclear, Environmental, and Safety Committee Charter
(Reviewed and adopted without changes on June 22, 2016)

A. **Authority.** The Operations, Nuclear, Environmental, and Safety Committee is granted the authority by the Board of Directors to perform each of the specific duties set forth in this Committee Charter. The Operations, Nuclear, Environmental, and Safety Committee will be provided adequate resources to discharge its responsibilities and will receive staff support from Xcel Energy's (the "Company") business unit leaders with responsibility for the Company's operating functions. For purposes of clarity, any action to be taken by the Operations, Nuclear, Environmental, and Safety Committee may be taken by the Board in lieu of Operations, Nuclear, Environmental, and Safety Committee action.

B. **Responsibilities.** The Operations, Nuclear, Environmental, and Safety Committee shall assist the Board of Directors in oversight of the nuclear strategy and nuclear operations of the Company and its subsidiaries; environmental strategy and compliance; safety performance; and oversight of operational performance of all aspects of delivering electric and natural gas service to customers. In performing this function, the Committee members will provide advice to the Chief Executive Officer and senior executives and will review appropriate issues such as nuclear plant performance and compliance; environmental strategy, compliance, and performance; safety of all aspects of the operations, including nuclear, natural gas and electric; physical and cyber security risks relating to plants and operations; and overall operational performance and compliance with key standards related to gas and electric reliability.

C. **Membership and Qualification.** The size of the Committee shall be determined by the Board, but it must always have at least three members.

Desirable qualifications for Committee members include experience in business, utility operations, nuclear operations, environmental issues, industrial safety and other related areas.

The Board selects Committee members based on identified needs and recommendations of the Committee. Each Committee member will serve at the pleasure of the Board for such term as the Board may decide or until such Committee member is no longer a Board member.

D. **Specific Duties.** The Operations, Nuclear, Environmental, and Safety Committee shall:

1. Provide oversight of the Company's nuclear strategy and operations, including review performance trends and evaluations from the Company's Management and Safety Review Committee. This information will reflect station- and fleet-level performance relative to the nuclear industry, with a principal focus on nuclear safety.

2. Review the Company's overall safety performance, strategy and initiatives.

3. Review the Company's environmental strategy, compliance, performance, and initiatives.

4. Review of the operating performance, metrics, and compliance for the Company's significant electric and natrual gas operations.

5. Review of material risks relating to the Company's nuclear, gas and electric operations, environmental and safety performance systems, physical and cyber security risks relating to plants and operations, including risks to the Company's reputation.

6. Conduct an annual assessment of the performance of the Committee in the fulfillment of its functions and the performance of its responsibilities.

7. Review and reassess the adequacy of this charter at least annually and submit to the Board for approval.

E. **Meetings.** The Operations, Nuclear, Environmental, and Safety Committee shall meet no fewer than three times during the calendar year and at such other times as may be requested by its Chair or a majority of its members. The Operations, Nuclear, Envirnomnetal, and Safety Committee shall make regular reports to the Board.

F. **Meeting Attendance.** A majority of the members of the Operations, Nuclear, Environmental, and Safety Committee shall constitute a quorum for the transaction of any business at any meeting of the Committee.

G. **Coordinating Officer.** The Chairman and CEO shall designate the Coordinating Officer for the Committee. Other management representatives shall work with the Coordinating Officer and attend meetings as necessary.

H. **Supporting Material and Agendas.** The Committee Coordinating Officer and Committee Chair, in consultation with appropriate officers and members of management, shall develop the meeting agenda for each Committee meeting. The agenda and all materials to be reviewed at a Committee meeting shall be provided to the Committee members prior to the meeting date.

Signed:

/s/ Gail K. Boudreaux Date: June 22, 2016
Chair of the Operations, Nuclear,
Environmental, and Safety Committee

/s/ Ben Fowke Date: June 22, 2016
Chairman of the Board