

**PULLMAN
& COMLEY, LLC**
ATTORNEYS

LEE D. HOFFMAN
90 State House Square
Hartford, CT 06103-3702
p 860 424 4315
f 860 424 4370
lhoffman@pullcom.com

November 23, 2010

VIA ELECTRONIC MAIL AND HAND DELIVERY

Linda Roberts
Executive Director
Connecticut Siting Council
10 Franklin Sq.
New Britain, CT 06051

Re: Kleen Energy Systems, LLC Application for a Certificate of Environmental Compatibility and Public Need for an Electric Generating Facility on River Road, Middletown, Connecticut Docket No. 225D

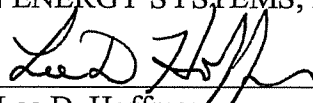
Dear Ms. Roberts:

Kleen Energy Systems, LLC ("Kleen Energy") hereby submits an original and 20 copies of the pre-filed testimony of William Corvo and Richard Audette in connection with the above-referenced Docket. A copy of this pre-filed testimony is also being sent to you and the address of siting.council@ct.gov as a .pdf file, pursuant to the Siting Council's request.

Kleen Energy intends to have both Mr. Corvo and Mr. Audette available as witnesses at the December 7, 2010 hearing in this matter. Kleen Energy also anticipates that two documents referenced in the witnesses' testimonies may be included as exhibits in this Docket, namely, the report relating to code standard changes being prepared by Thielsch Engineering and the procedures for future pipe cleaning activities. These documents are still in the process of being prepared, however, as soon as they are completed, they will be provided to the Siting Council and the parties on the service list for this Docket.

If you have any questions concerning this submittal, please contact the undersigned at your convenience. Please return a date-stamped copy of this filing in the enclosed envelope. Thank you in advance for your assistance.

Respectfully submitted
KLEEN ENERGY SYSTEMS, LLC

By: 
Lee D. Hoffman
Its Attorney

cc: Service List for Docket 225D
Melanie A. Bachman (via electronic mail)
Robert Mercier (via electronic mail)

ACTIVE/67524.14/LHOFFMAN/2297460v1

**STATE OF CONNECTICUT
CONNECTICUT SITING COUNCIL**

**APPLICATION OF KLEEN ENERGY
SYSTEMS, LLC FOR A CERTIFICATE
OF ENVIRONMENTAL COMPATIBILITY
AND PUBLIC NEED FOR AN ELECTRIC
GENERATING FACILITY AND
SWITCHYARD IN MIDDLETOWN**

DOCKET NO. 225D

NOVEMBER 23, 2010

**PRE-FILED TESTIMONY OF WILLIAM J. CORVO
ON BEHALF OF KLEEN ENERGY SYSTEMS, LLC**

Q1. Please state your name and business address.

A. My name is William J. Corvo. My business address is 363 Main Street, Suite 404, Middletown, Connecticut 06457.

Q2. Please describe your background and experience.

A. I have worked as a private business consultant with offices in Middletown, Connecticut since 1973. My resume, to the extent it is necessary, was attached as Exhibit WCC-1 to my original testimony in this Docket.

Q3. What are your responsibilities with respect to Kleen Energy Systems, LLC (“Kleen Energy”)?

A. I am responsible for coordination of various facets of the development of the power plant Project that is currently being constructed in Middletown, Connecticut.

Q4. What is the purpose of your testimony?

A. The purpose of my testimony is to describe the history of the Kleen Energy project, provide additional background on the steps Kleen Energy has taken since the explosion that occurred on February 7, 2010 and discuss Kleen Energy’s reactions and responses to the findings of the Thomas Commission Executive Report released on September 21, 2010. As the Council is aware, this docket has already been re-opened to incorporate the findings of the Nevas Commission in Docket 225C.

Q5. What is the status of Kleen Energy’s damage assessment and re-construction efforts at the Facility?

A. Since February 7, 2010, the Site was first controlled by federal, state and local officials investigating the accident. From the early moments after the explosion until February 26, 2010, the site was controlled by the Middletown Police Department and the Middletown South Fire District, after which time site control was relinquished to the U.S. Chemical Safety Board (“CSB”) and subsequently to the federal Occupational Safety and Health Administration (“OSHA”). OSHA, along with other federal, state and local authorities, limited access to, and control of, the Site in order to conduct their investigations. Over the course of past nine months since the accident, portions of the Site have been gradually released back to O&G Industries, Inc. (“O&G”) acting as Kleen Energy’s EPC contractor.

As of June 29, 2010, the entire Site was released back to O&G and re-building and construction activities have resumed. As of November 1, 2010, the Kleen Energy Facility is approximately 94% constructed.

Q6. Has Kleen Energy reviewed the findings of the Thomas Commission Executive Report released on or about September 21, 2010?

A. Kleen Energy has reviewed the Thomas Commission Executive Report. Kleen Energy's reactions to the recommendations of the Thomas Commission are as follows:

Recommendation #1 of the Thomas Commission recommends banning the use of flammable gas to conduct gas blows in the State of Connecticut. Kleen Energy has already agreed, during the Docket 225C re-opening proceeding, that it will not utilize flammable gas to clean the remaining natural gas piping that requires cleaning before the Facility becomes operational. In fact, the ban on the use of natural gas as a cleaning agent has been incorporated into Kleen Energy's Decision and Order in this docket as Order #8 and Kleen Energy will comply with this order. The Governor has also banned the use of flammable gas for the cleaning of pipes through an Executive Order, and Kleen Energy will also comply with this Executive Order.

Recommendation #2 of the Thomas Commission recommends a requirement of special inspectors to inspect power generating facilities. Kleen Energy has independently requested that the South District Fire Department (of the City of Middletown) Fire Marshal personally attend and supervise any pipe cleaning activity that has occurred at the Kleen Energy Facility since February 7, 2010. Kleen Energy has had meetings with both the South District Fire Department of Middletown and the Building Inspector's Office in order to gain the input from these two offices in conducting any future pipe cleaning at the facility. In addition, Kleen Energy's Engineering, Procurement and Construction ("EPC") contractor, O&G Industries, Inc., has secured the services of a third party engineering firm, Thielsch Engineering.

Recommendation #3 of the Thomas Commission recommends a clearing house for future power plant applications. Since the Kleen Energy Facility is approved and construction is almost complete, this recommendation has no impact on Kleen Energy. Kleen Energy therefore leaves it to the Siting Council and/or other governmental officials to decide as to how this recommendation should best be implemented.

Recommendation #4 of the Thomas Commission suggests that recommendations of conditions to licensing be made to the Siting Council and specifically recommends that the Siting Council attach, as a condition of Kleen Energy's certificate extension request, the condition that flammable gas not be utilized during gas blows at the Facility. As already noted, Kleen Energy has already agreed that it will not utilize flammable gas to conduct any remaining pipe cleaning at the Kleen Energy Facility and the Siting Council has already incorporated this requirement as part of the Decision and Order in this docket (order #8), as well as the Governor's Executive Order.

Recommendation #5 of the Thomas Commission suggests that the Siting Council consider whether it can and should re-open all certificates for electric generating facility under C.G.S. §4-181a (b). Kleen Energy notes that the Siting Council has in fact done so and has no further comment on this recommendation.

Recommendation #6, read in conjunction with Recommendation #4, suggests that the Siting Council consider the adoption of certain codes for the projects under its jurisdiction, despite the fact that the Thomas Commission simultaneously realizes that the adoptions of such codes as regulations would likely take more than a year. Moreover, Kleen Energy notes that the Thomas Commission issued its report in draft on the morning of September 21, 2010 and then finalized it that same day, before any member of the public had any opportunity to review or comment upon the report. Putting aside the due process and Administrative Procedures Act issues associated with the issuance of the Thomas Commission Report, it should be noted that the technical issues surrounding this recommendation are discussed more thoroughly in Kleen Energy's interrogatory responses dated November 15, 2010.

As alluded to in its responses to the Interrogatories served upon it by the Siting Council, Kleen Energy does not believe that the Siting Council should retroactively apply NFPA and building code standards to the Kleen Energy Facility that were not in place at the time Kleen Energy obtained its building permit. Despite the fact that Kleen Energy does not believe that such standards should be applied retroactively, the Kleen Energy Facility was designed to the specifications of several of the standards found in Recommendation #6, as outlined in greater detail in Kleen Energy's interrogatory responses. As also mentioned in its interrogatory responses, O&G Industries has retained the services of Thielsch Engineering to determine the differences between the standards that were in place at the time that Kleen Energy obtained its building permit and the standards referenced in Recommendation #6. That work is continuing, however, Kleen Energy anticipates that it will be completed no later than December 3, 2010. Kleen Energy will update its interrogatory responses with the Siting Council as soon as it receives this information from Thielsch Engineering.

Finally, recommendation #7 recommends the hiring of special inspectors to assist local fire marshals and building inspectors on the complex issues surrounding the development of a power plant. As stated above, Kleen Energy notes that it has met with representatives from the City of Middletown's Building Inspector's Office and the South District Fire Department in order to coordinate pipe cleaning activities that will be taking place with respect to future pipe cleaning activities. As part of these discussions, O&G Industries has offered the use of its third party engineering firm, Thielsch Engineering, for the benefit of the City of Middletown should City officials decide that such assistance is needed or desired. Moreover, Kleen Energy will be providing an advance copy of its revised pipe cleaning procedures to the local Regional Director of OSHA and representatives of the City of Middletown at the same time it provides a copy of those procedures to the Siting Council, i.e., at least fifteen days before any scheduled pipe cleaning activities will occur. Upon receiving these procedures, it is possible that the City may then avail itself of the assistance of the third party engineering firm.

Q7. Does this conclude your testimony?

A. Yes it does.

The statements above are true and complete to the best of my knowledge.

November 23, 2010
Date

/s/
William J. Corvo

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**STATE OF CONNECTICUT
CONNECTICUT SITING COUNCIL**

**APPLICATION OF KLEEN ENERGY
SYSTEMS, LLC FOR A CERTIFICATE
OF ENVIRONMENTAL COMPATIBILITY
AND PUBLIC NEED FOR AN ELECTRIC
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DOCKET NO. 225D

NOVEMBER 23, 2010

**PRE-FILED TESTIMONY OF RICHARD E. AUDETTE
ON BEHALF OF KLEEN ENERGY SYSTEMS, LLC**

Q1. Please state your name and business address.

A. My name is Richard E. Audette. My business address is at O&G Industries, Inc. located at 112 Wall Street, Torrington, Connecticut 06790-5464 I also maintain an office at the Kleen Energy Facility located (the "Facility") at 1349 River Road, Middletown, Connecticut 06457.

Q2. Please describe your background and experience.

A. In am the Project Director for the Kleen Energy Facility for O&G Industries, Inc. ("O&G"), the EPC contractor for Kleen Energy project.

Q3. What are your responsibilities with respect to Kleen Energy Systems, LLC ("Kleen Energy")?

A. I am the project director for O&G in its capacity as the general contractor for Kleen Energy power plant Project that is currently being constructed in Middletown, Connecticut. As such, I am in charge of coordinating all construction activities including coordination of all subcontractors and work schedules, procurement, and coordination of subcontractors and vendors.

Q4. What is the purpose of your testimony?

A. The purpose of my testimony is to provide information on the steps O&G has taken, on behalf of Kleen Energy, since the explosion that occurred on February 7, 2010 and since the Siting Council's last re-opening of this docket in 225C.

Q5. What is the Status of any gas pipeline cleaning at the Kleen Energy Facility?

A. As the Siting Council is aware, Kleen Energy has agreed and the Siting Council has imposed the requirement that Kleen Energy not utilize natural gas as a cleaning agent for any pipeline cleaning that is required at the Kleen Energy Facility.

As of the time of the hearing on Docket 225C, Kleen Energy had been working in conjunction with OSHA officials as well as the local fire marshal and building inspector to develop a safe protocol for cleaning the remaining natural gas piping at the Kleen Energy Facility and that procedure had not be determined. Pursuant to Order #9 of Kleen Energy's revised Decision and Order, Kleen Energy is required to submit to the Siting Council its pipe cleaning procedure 15 days prior to the anticipated pipe cleaning. O&G Industries and its contractors are in the process of finalizing the proposed cleaning procedure. It is anticipated that this procedure will be submitted to the Siting Council on or before November 30, 2010. O&G will also be submitting copies of the proposed procedure to South Fire District and Building Inspection officials at the City of Middletown and to the local Regional Director of OSHA.

Although the procedure is not yet finalized, we now know that nitrogen will be used as the cleaning agent to clean the remaining gas piping at the Kleen Energy Facility. Nitrogen is not a flammable gas, and there is no danger of explosion when using that gas. In addition,

appropriate safety measures will be taken to ensure worker safety on the day of cleaning of the remaining piping.

Kleen Energy intends to utilize this procedure after the 15 day waiting period required by Order #9 of the Siting Council's decision and order.

Q6. Please describe the work Thielsch Engineering is doing with respect to evaluating the code recommendations made by the Thomas Commission.

A. As the Council is well aware, Recommendation #6 from the Thomas Commission suggests the adoption of certain codes, all of which are discussed more thoroughly in Kleen Energy's interrogatory responses dated November 15, 2010 and in Mr. Corvo's pre-filed testimony. As alluded to in the interrogatory responses and Mr. Corvo's testimony, O&G Industries has retained the services of Thielsch Engineering to determine the differences between the standards that were in place at the time that Kleen Energy obtained its building permit and the standards referenced in Recommendation #6. Primarily, the question to be investigated is what are the differences between the standards referenced in Recommendation #6, and the prior standards that were in place at the time the Kleen Energy facility received its approvals. Thielsch has engineers that specialize in code compliance issues, and these engineers have been investigating this issue in connection with the Kleen Energy facility for several weeks. That work is continuing, and we anticipate that it will be completed no later than December 3, 2010. Once we receive the Thielsch report, we will know what impacts, if any, the changes in codes referenced in Recommendation #6 will have on the Kleen Energy Facility.

Q7. Does this conclude your testimony?

A. Yes it does.

The statements above are true and complete to the best of my knowledge.

November 23, 2010
Date

/s/
Richard E. Audette