STATE OF CONNECTICUT
CONNECTICUT SITING COUNCIL

IN RE:	:	
	:	PETITION NO. ____
PETITION OF WATERBURY GENERATION LLC FOR A DECLARATORY RULING FOR THE CONSTRUCTION OF AN ELECTRIC GENERATING FACILITY AND ASSOCIATED TRANSMISSION LINE TAP IN WATERBURY, CONNECTICUT	:	OCTOBER 5, 2007

Pursuant to Section 16-50k(a) of the Connecticut General Statutes ("Conn. Gen. Stat.") and Sections 16-50j-38 and 16-50j-39 of the Regulations of Connecticut State Agencies ("R.C.S.A."), Waterbury Generation, LLC ("WatGen") hereby petitions the Connecticut Siting Council (the "Council") to approve by declaratory ruling (the "Petition") the construction of an approximately 96 megawatt ("MW") combustion turbine peaking facility at 725 Bank Street in Waterbury, Connecticut and associated transmission line tap, including all associated equipment and related site improvements, as well as related improvements at the Baldwin Street Substation, as described herein (collectively, the "Project").

I. INTRODUCTION

A. Authority and Purpose

WatGen submits this Petition to the Council pursuant to Connecticut General Statutes sections 16-50k(a) and 16-243m. Connecticut General Statutes § 16-243m, provides in relevant part, that projects approved by the Department of Public Utility Control ("DPUC") pursuant to that subsection "are eligible for *expedited* siting pursuant to subsection (a) of section 16-50k." Conn. Gen. Stat. § 16-243m (g) (emphasis added). Connecticut General Statutes section 16-

50k(a) provides the Council with the authority to approve projects that do not have a substantial adverse environmental effect pursuant to a petition for declaratory ruling process.

This Project is eligible for approval through the Council's declaratory ruling process because it was approved by the DPUC pursuant to Connecticut General Statutes section 16-243m and, as discussed more fully below, it will not have a substantial adverse environmental effect. In fact, on July 3, 2007, the Council issued a declaratory ruling that the Project was eligible for review pursuant to the Council's declaratory ruling process. *See* Council Decision, dated July 3, 2007, *Petition No. 816: Waterbury Generation LLC Petition for a Declaratory Ruling Regarding the Process to be Used by the Connecticut Siting Council for Review and Approval of a Proposed Combustion Turbine Peaking Facility in Waterbury Connecticut.*

The Project is being submitted for review pursuant to the Council's declaratory ruling process and is not subject to the municipal technical report or the Connecticut Energy Advisory Board ("CEAB") request for proposal processes set forth in Connecticut General Statutes section 16-50*l*(e) or the municipal regulate and restrict order process set forth in Connecticut General Statutes section 16-50x(d). These processes *only* apply to applications for certificates of environmental compatibility and public need. *See* Conn. Gen. Stat. § 16-50*l* (e) ("at least sixty days prior to the filing of an *application* with the council . . . .) (emphasis added); Conn. Gen. Stat. § 16-50x (d) (". . . not more than sixty-five days after an *application* has been filed with the council . . . .") (emphasis added). Since WatGen has not filed such an application, these processes do not apply.

Nevertheless, as discussed more fully in Section II.E below, WatGen values the input of the local community and has engaged in an aggressive community outreach effort designed to

keep State and local government officials, community leaders and Waterbury residents, particularly those who own property near the Project, informed about its plans.

B. Project Overview

WatGen intends to construct and operate an approximately 96 MW simple cycle combustion turbine generating peaking facility and associated 115 kilovolt ("kV") transmission line tap to interconnect with The Connecticut Light and Power Company's ("CL&P") transmission system, including all associated equipment and related site improvements.

The transmission facility will be approximately 1.8 miles in length and is, in reality, a high voltage generator lead necessary to connect the generating facility to the CL&P transmission system. The line will be designed and constructed to CL&P standards.

Upon completion of the transmission line tap and confirmation by CL&P that the transmission line tap has been constructed in accordance with CL&P's standards, ownership of the transmission line and all easements necessary to construct, operate and maintain the line will be transferred to CL&P, a Northeast Utilities ("NU") subsidiary.

C. Public Benefit/Need

On May 3, 2007, the DPUC approved the selection of the Project as one of four projects to provide electrical capacity under the competitive procurement process set forth in Section 12 of Public Act 05-1, *An Act Concerning Energy Independence* (the "EIA"). *See* DPUC Final Decision, dated May 3, 2007, Docket No. 05-07-14PH02, *DPUC Investigation of Measures to Reduce Federally Mandated Congestion Charges (Long Term Measures)* ("FMCC Decision"). A copy of the FMCC Decision is included in Exhibit 1.

In the FMCC Decision, the DPUC determined that the Project "will help improve reliability and provide a foundation for fast start generation capacity which has been identified in

the needs analysis." FMCC Decision at 2. The DPUC further found that the portfolio of selected projects will provide "much needed resources to supplement Connecticut's aging generation fleet." *Id.*

The DPUC also incorporated into its decision the findings of a report prepared by its consultant, London Economics International LLC ("LEI"), which found that the four selected projects would provide Connecticut ratepayers with $509 million in net economic benefits (in 2007 dollars) and would substantially reduce environmental emissions across New England. DPUC Docket No. 05-07-14PH02, *DPUC Investigation of Measures to Reduce Federally Mandated Congestion Charges,* LEI, May 3, 2007, *Recommendations on Selection of Projects in the 2006 Connecticut RFP Process* ("LEI Report"). Ultimately, the DPUC found that the selected projects met the criteria of Connecticut General Statutes section 16-243m(g), which require the DPUC to "give preference to proposals that (1) result in the greatest aggregate reduction of federally mandated congestion charges . . . (2) make efficient use of existing sites and supply infrastructure, and (3) serve the long-term interests of ratepayers." *See* FMCC Decision at 1; Conn. Gen. Stat. § 16-243m(g).

On August 22, 2007, the DPUC adopted LEI's recommendation to select the Project, affirmed its preliminary conclusions in the FMCC Decision and authorized a capacity contract for the Project. *See* DPUC Final Decision dated August 22, 2007, Docket 07-04-24, *DPUC Review of Energy Independence Act Capacity Contracts* (copy of which is also included in Exhibit 1).

D. The Petitioner

WatGen is a Connecticut limited liability company with an office at 20 Church Street, Hartford, CT 06103

Correspondence and/or communications regarding this Petition should be addressed to:

Donna Poresky, Esq.
James A. Ginnetti
Waterbury Generation, LLC
C/o FirstLight Power Resources Services, LLC
20 Church Street, 16th Floor
Hartford, CT 06103
(860) 895-6900
dporesky@firstlightpower.com
jginnetti@firstlightpower.com

A copy of all such correspondence or communications should also be sent to the Petitioner's attorney:

Joey Lee Miranda, Esq.
Kenneth C. Baldwin, Esq.
Robinson & Cole LLP
280 Trumbull Street
Hartford, CT 06103-3597
(860) 275-8277
jmiranda@rc.com
kbaldwin@rc.com

E. Notice of Intent to File Petition for Declaratory Ruling

Notice of WatGen's intent to file the Petition was sent to the owners of the land abutting the Property and the route of the proposed transmission line tap ("Transmission Route") on October 1, 2007. A list of abutting property owners and a sample abutter's letter are included in Exhibit 2. Notice of WatGen's intent to file the Petition was also published on October 1, 2007 and October 2, 2007 in the *Republican-American*. A copy of the Legal Notice is included in Exhibit 3.

As a courtesy, copies of the Petition were forwarded to those individuals listed in the Certification of Service attached hereto. In addition, because a portion of the transmission route is within 2,500 feet of the Borough of Naugatuck, a courtesy copy of the Petition was also sent to

Naugatuck Mayor Michael Bronko. A copy of the sample letter sent to these public officials is included in Exhibit 4.

II. FACTUAL BACKGROUND

A. Site and Transmission Route Description

The generation facility will be located on an approximate 14.25 acre parcel owned by Ansonia Copper & Brass, Inc. at 725 Bank Street in Waterbury (the "Property"), a 2.25 acre portion of which will be leased by WatGen ("Site"). The Property is located in Waterbury's Industrial General ("IG") Zoning District. The Site is bordered by the Naugatuck River on the east, property owned by the City of Waterbury on the west, the existing Ansonia Copper & Brass Mill to the north and Washington Avenue to the south. The nearest residential boundary is approximately 1,000 feet to the southwest of the Site.

Subject to CL&P review and approval of all license agreements and/or easements and design and construction, the transmission line tap will run from the Site, in a southerly direction to the existing CL&P transmission line right of way ("ROW"), then easterly along properties in the area to the Baldwin Street Substation. The Transmission Route is abutted by various commercial and industrial properties and is also located in Waterbury's IG Zoning District.

Exhibit 5 contains site location maps for the Property and the Transmission Route, including a copy of the U.S.G.S. Topographic Quadrangle Map (excerpted from the Waterbury Quadrangle) and aerial photographs showing the location of the Property and Transmission Route and surrounding land uses.

B. The Project

The generating facility will be a simple-cycle combustion turbine peaking generation facility with a net summer electric output of approximately 96 MWs. The generating facility

will have dual fuel capability of natural gas and ultra-low sulfur distillate oil, and the generating facility's net electric output will be exported to the grid. The generating facility will provide significant reliability and economic benefits to Connecticut; specifically, approximately 96 MWs of reliable, quick-start electric generating capacity. This capacity will help Connecticut meet its needs in the Forward Capacity Market ("FCM") and Locational Forward Reserve Market ("LFRM") and mitigate federally mandated congestion charges.

All improvements associated with the Project will be located in previously disturbed areas and will include the following major components:

- One General Electric LMS 100 Combustion Turbine Generator Package;
- An 213 foot tall exhaust stack attached to the turbine generator enclosure and a Selective Catalytic Reduction ("SCR")/Carbon Monoxide ("CO") removal system;
- One 364,000 gallon ultra-low sulfur distillate oil storage tank with 110% containment and associated process piping and equipment;
- One 100,000 gallon demineralized water storage tank and associated process piping, water processing trailers and equipment;
- Small hold-and-haul tanks to manage process wastewater and oil-water separators for release of storm water discharges;
- An approximately 3,000 square foot switchyard containing a circuit breaker, disconnect switches and the generator step-up transformer, with 110% oil containment;
- An approximately 1.8 mile long 115 kV transmission line that will interconnect to CL&P's transmission system at Baldwin Street Substation;
- A fire pumper truck connection and associated process piping and equipment; and
- Station motor control enclosures which include motor starters, control equipment and other electrical equipment.

Physical site improvements associated with the construction of the Project are depicted on the Site Grading Plan and Drawings included in Exhibit 6. Exhibit 7, Preliminary Partial Site

Plan of the Facility, depicts the locations of the liquid fuel and aqueous ammonia off-loading area/storage areas, the water processing/storage area, the combustion turbine, generator and auxiliaries and the generator step-up transformer and electrical switchyard. An approximately 3-acre parcel adjacent to the Site, owned by the City of Waterbury, is being considered for laydown space during construction.

C. Fuel Supply

The primary fuel supply for the generating facility will be natural gas that will be delivered via a high pressure gas main. WatGen is currently reviewing alternatives for routing the high pressure gas main to the Site. An electrically driven compressor at the generating facility will boost the pressure to the required pressure at the combustion turbine.

Ultra-low sulfur distillate oil will be the secondary fuel source. The on-site 364,000-gallon ultra-low sulfur distillate oil storage tank will allow for approximately forty (40) hours of operation at one hundred percent (100%) generating capacity without the need for further fuel deliveries.

The ultra-low sulfur distillate oil will be delivered by tanker truck. The tankers will primarily travel on interstate highways to Waterbury. The final one (1) mile will be via local roads in Waterbury. The initial fuel tank filling will require approximately 55 truck loads. During final construction and start-up, the tank filling process will be staggered to minimize traffic on local roads. Operation of the combustion turbine at one hundred percent (100%) load will require approximately 8,000 gallons per hour of ultra-low sulfur distillate oil. During plant operation, arrangements for fuel delivery will be scheduled to ensure the generating facility is available during peak hours when it may be called upon to operate by ISO New England ("ISO NE").

transmission system at the CL&P Freight Street Substation, which is located to the north of the Site. However, this location was determined to be unacceptable due to construction issues resulting from the major highways that intersect in the area, a planned major realignment of these highways (i.e., Route 84 and Route 8) and advanced redevelopment activities in the general area to the north of the Site.

The 115 kV transmission line tap (actually a high voltage generator connection to the CL&P transmission system) will be single circuit design, with a preliminary conductor size of 795 kcmil ACSR, and will be mounted on painted or galvanized monopole steel structures and will meet CL&P standards. Transmission pole spacing will vary based on the final route selected for interconnection with the Baldwin Street Substation and the final design layout required to meet appropriate Metro-North and CL&P standards. Upon completion of construction and acceptance testing, the transmission line tap will become the property of CL&P. The Transmission Route and conceptual steel pole configuration are shown in Exhibit 8.

E. Community Outreach Efforts

In July 2007, WatGen commenced a community outreach campaign designed to keep State and local government officials, community leaders and Waterbury residents informed about its plan to construct the Project. This outreach effort includes individual meetings with Waterbury elected officials, Waterbury State legislators, Waterbury Department Heads and the Waterbury Development Corporation.

In addition to WatGen's outreach effort to government officials, community leaders and local neighborhood organizations, WatGen held a public information forum and community open house at the Marriott Courtyard, 63 Grand Street in Waterbury on September 12, 2007. Notice of the open house was published in the *Republican-American* on August 28, 2007 and

September 5, 2007 and was mailed to property owners abutting the Property and the Transmission Route and State and local officials. The meeting was attended by approximately 30 individuals, including various elected officials. *See* Exhibit 9 for copies of the published notice, sample letter to abutters, sample letter to State and local officials, newspaper articles and the sign-in sheet from the open house.

Outreach with local civic, religious and neighborhood organizations is continuing. In fact on Sunday, October 21, 2007 WatGen officials are scheduled to meet at Saint Anne's Church with a local neighborhood group to discuss the Project.

III. THE CONSTRUCTION AND OPERATION OF THE PROJECT WILL NOT HAVE A SUBSTANTIAL ADVERSE ENVIRONMENTAL EFFECT

As detailed below, the construction of the Project will not have a substantial adverse environmental effect. In fact, in conjunction with the construction process, the Site will be remediated in accordance with the Connecticut Department of Environmental Protection's ("DEP") Remediation Standard Regulations under the direction of a Licensed Environmental Professional.

A. Air Quality

WatGen submitted an Air Permit Application for New Source Review ("Air Permit Application") to the DEP, on September 4, 2007, for approval to construct and operate the generating facility. It is anticipated that the review of the Air Permit Application will be completed by February 2008. A copy of the Air Permit Application is included in Exhibit 10. WatGen will be providing the DEP with additional information throughout the permitting process, including information regarding air modeling protocols and background air quality at the Site.

Based on preliminary modeling, the proposed stack height of two hundred thirteen feet (213') is the maximum that may be required to comply with the new (August 21, 2007) "CTDEP Interim PM2.5 New Source Review Modeling Policy and Procedures." Detailed modeling results will be submitted to the DEP upon completion.

As described in the Air Permit Application, the Project will incorporate Best Available Control Technology ("BACT") to minimize air emissions and will comply fully with all applicable State of Connecticut and United States Environmental Protection Agency ("EPA") emissions standards for new sources in this category. These requirements and compliance assessments are itemized in Attachment A of the Air Permit Application. An Air Quality Analysis Report is also included in Exhibit 10. This report provides a summary of the emissions anticipated from the Project compared with current regulatory requirements and performance results of the emissions control technology.

B. Federal Aviation Administration ("FAA") Determination

Because of the height of the exhaust stack, the FAA will require lighting and marking of the stack. An FAA Form 7460-1, Notice of Proposed Construction or Alteration, was submitted to the FAA on August 23, 2007 describing the proposed stack height and location relative to Waterbury-Oxford Airport, the nearest registered airport. The FAA has acknowledged receipt of the submittal but has not yet indicated whether any further requirements will be imposed. A copy of the FAA Notice of Proposed Construction is included in Exhibit 11. Copies of future correspondence with the FAA will be forwarded when received.

C. Electric and Magnetic Fields

Over the past three decades, research has been conducted around the world to identify whether long term exposures to electric and magnetic fields ("EMF") have health or

environmental effects. Power frequency EMF (60 hertz) is found wherever electricity is generated, transmitted, delivered or used. In the United States, power lines, household electrical systems, workplace power tools, electrical appliances and motors all produce power frequency EMF. EMF produced by an overhead electric transmission line is a function of a number of factors such as operating voltage, load current, distance from the conductor and the geometric configuration of the conductors.

There are no federal standards for power frequency EMF. Scientific organizations have reviewed the research to date and developed general recommendations regarding EMF exposure for workers and the general public. The purpose of these guidelines is to avoid exposures to fields that could lead to adverse health effects. The International Commission on Non-Ionizing Radiation Protection ("ICNIRP") has developed guidelines as part of a program for the World Health Organization ("WHO") and recommends that the exposure of the general public to power frequency magnetic fields be limited to no more than 4167 milligauss ("mG").

The 115 kV line is proposed to be of a typical single pole, single circuit design with the conductors vertically aligned on one side of the pole. (See as Exhibit 8). The transmission line will comply with CL&P's requirements for the construction of new transmission lines and the Council's "Best Management Practices for Electric and Magnetic Fields." The design of the line complies with the Council's Best Management Practices in that: (1) the line is proposed to be located away from sensitive areas (schools, playgrounds, health care facilities) in an industrial park alongside a railroad line, (2) the line is designed to have a minimum conductor height of no less than 32 feet, and (3) the line design employs a compact conductor geometry (10 foot spacing). Although WatGen considered the use of a delta configured conductor geometry, it found that, due to the narrow corridor available for conductor blow out and the relatively

significant number of angled structures required, the geometry was not the most cost effective configuration for the conditions of the corridor.

The proposed transmission line tap will only affect ambient levels of EMF, with the greatest effect in the immediate area of the transmission line tap. Actual field measurements along with potential 60 hertz ("Hz") EMF effects of the proposed 115 kV transmission line tap have been estimated and are illustrated in Exhibit 12. In estimating anticipated EMF from the transmission line tap, WatGen made the following conservative assumptions: (a) maximum line loading of 96 MW (based on full output without accounting for losses through the main generator step-up transformer); (b) minimum conductor height of 25 feet (actual height is expected to be 32 feet); and (c) 50 foot wide transmission ROW (actual width anticipated to be 115 feet). Using these conservative assumptions, edge of ROW magnetic flux density is projected to be 42.9 mG on the side with the conductors and 29.6 mG on the opposite side and ROW EMF is projected to be 0.6 kilovolt per meter ("kV/m") on the side of the right of way where the conductors are located and 0.2 kV/m on the opposite side of the right of way. These levels are well below the ICNIRP recommended exposure level of 4167 mG for the general public.

D. Public Health and Safety

The generating facility and the interconnection with the CL&P transmission system will have little, if any, impact on public health and safety by virtue of the inherent safety features built into the system.

The combustion turbine is protected with a number of redundant safety shutdown features designed to prevent catastrophic failures in the event of any malfunctions. The

equipment has a carbon dioxide fire suppression system which is designed to contain any fuel fed fires. The generating facility will utilize the following fire protection systems:

- A carbon dioxide ("CO_2") fire protection system with fire detection sensors and suppression in the turbine equipment compartment;
- A concrete explosion barrier/fire wall between the generator step-up transformer and the combustion turbine;
- Fire hydrants/hose stations with water supplied to the generating facility via the City of Waterbury water system; and
- Building and structures will be equipped with portable fire extinguishers as required by local fire regulation.

These fire protection systems are designed to protect personnel and limit property loss and plant downtime from fire or explosion. Additionally, plant operational procedures will include all information necessary to permit all fire-fighting and other emergency response agencies to plan and implement safe responses to fires, spills and other emergencies at the Site. The Waterbury Fire Department will be trained on the use of these procedures and on-Site equipment.

The 15,000 gallon aqueous ammonia tank used for the SCR system associated with the generating facility will be fitted with appropriate level alarms, area monitors, a secondary dike enclosure, and a vapor suppression system within the dike area. Electrical safety of the generator step-up transformer, the generator breaker and the disconnect switch is assured with a separate fenced enclosure along with high speed digital relaying designed to isolate a fault in a matter of milliseconds. Once completed, CL&P will operate the transmission line tap in accordance with its procedures for protection of public health and safety.

E. Consistency with Local Land Use Controls

According to the Waterbury Zoning Map (See Exhibit 5), the Property and the Transmission Route are both located in Waterbury's IG Zoning District. According to the Table

of Permitted Uses from the Waterbury Zoning Regulations, the following uses are permitted within the IG zone without the need for a special permit: utility facility, garage, office, and storage or distribution plant. Utility substations and towers are also permitted uses in the IG Zoning District.

F. Federal & State Agency Communications

Prior to submission of this Petition, WatGen contacted the United States Department of Fish and Wildlife Service ("USFWS"), the DEP and the Connecticut Historical Commission State Historic Preservation Office ("SHPO") about the Project. In response, DEP indicated that there are no known extant populations of Federal or State endangered, threatened or special concern species in the Project area. The USFWS indicated that no federally-listed or proposed, threatened or endangered species or critical habitat under the jurisdiction of the USFWS are known to occur in the Project area.

On September 18, 2007, the SHPO indicated that the Project will have no adverse effect on this important industrial resource. The SHPO noted, however, that Ansonia Copper & Brass ("ACB") possesses historic and industrial importance and has requested that certain mitigation measures be taken, including: (a) documentation of the historic value of the ACB facility to be provided to SHPO for permanent archiving and public accessibility; (b) preparation of a brief summary to be submitted to the Society for Industrial Archeology New England Chapter's Newsletter; and (c) retention of an industrial archeologist to monitor the construction process and document any industrial archeological remains that are exposed during Project-related ground disturbances. (See USFWS, DEP and SHPO Correspondence included in Exhibit 13). WatGen will implement these SHPO mitigation measures.

G. Noise

A Noise Analysis Report was completed for the Project to determine the projected increases over existing ambient conditions. *See* Exhibit 14. The assessment consisted of: (a) determining the existing ambient noise environment through a monitoring program; and (b) completing a noise modeling/impact evaluation of the Project. The noise impact evaluation used computer modeling to determine the sound levels of the major noise producing equipment at the Project (based on data obtained from the vendors of the equipment) and evaluated those levels against the State of Connecticut noise standards at bordering zones and nearby residential areas. Based on this modeling, it was determined that, with the use of noise mitigation measures, such as a silencer in the combustion turbine exhaust stack, increases in total average noise levels would be minimal and the sound level from the Project would be in compliance with the State of Connecticut noise standards at all residential property lines.

H. Recreational Values

The Project is located within a heavily developed commercial and industrial area between Route 8 and South Main Street ("Industrial Corridor"). According to the City of Waterbury's Geographic Information System ("GIS") database Parks Map (see Exhibit 5), there are no recreational areas within the Industrial Corridor. The closest recreational lands are the outdoor recreational facilitates associated with the Barnard School located beyond Route 8 approximately 1,500 feet west of the Project and also the Washington School 1,500 feet to the east beyond South Main Street. Washington Park is located another 1,000 feet to the east beyond the Washington School. Based on the location of the Project within the Industrial Corridor and the boundaries between the Project and these recreational areas created by Route 8 and South Main Street, the Project is not expected to impact recreational areas or values in the

area. The Naugatuck River itself is a Class C river and at this time has limited to no recreational value. WatGen and the City of Waterbury are currently exploring opportunities to further enhance recreational values in the area.

I. Visibility Analysis

On August 28, 2007, a field survey of potential viewsheds of the Project was conducted. Photographs were taken from locations with possible views of the Project and then the Project was photogrammetrically superimposed onto those photographs. *See* Viewshed Analysis Report included in Exhibit 15. Although photographs were taken along the streets from various directions around the Project, existing houses, trees and infrastructure blocked views of the Project from most locations. In fact, the closely spaced housing and mature trees in the area obstruct views of the Project from most street locations, making it difficult to find locations with clear sight lines to the Project. Nevertheless, the 213' stack associated with the Project will be visible from some surrounding commercial and industrial areas that have open lots and few trees and along streets with direct sight lines.

J. Traffic

The Project will be located in an industrial area and the new generating facility will primarily occupy a former parking lot. Access to the Site will be provided from Washington Avenue, which provides a connection to Route 8. A Traffic Impact Analysis for the Project was conducted and it was determined that the Project will not have a significant impact on the traffic operating conditions in the surrounding area. *See* Exhibit 16.

Construction of the generating facility and the transmission line tap is projected to last approximately 15 months, with a peak period of about three months beginning in December 2008. During Project construction, there would be a maximum projected peak number of 125

craft labor employees present at any one time, with an average number of 70 workers. Construction would generally occur between 7:00 AM and 7:00 PM, Monday through Friday. Truck traffic during construction will be dispersed throughout the day to support both material movement and equipment deliveries.

Once constructed, operation of the generating facility will only require a minimal number of employees. Thus, operation of the generating facility will not impact traffic conditions in the area.

K. Wetlands & Watercourses

In accordance with the Connecticut Soil Erosion Control Guidelines, as established by the Council for Soil and Water Conservation, adequate and appropriate soil erosion and sedimentation control measures will be established and maintained throughout the Project construction period. *See* Exhibit 17. To reduce the potential for pollutants being discharged into any nearby watercourse or wetland area or to area groundwater, WatGen will employ appropriate construction management practices during construction of the Project. According to the Federal Emergency Management Agency ("FEMA") Flood Insurance Rate Map Community Panel No. 090091 0008B, the proposed Project is in the 500 year flood plain (FEMA Zones B and C). A copy of the FEMA map and other relevant data on natural resource issues is also included in Exhibit 17.

Based on the Wetland Zone Map from the City of Waterbury GIS database, no wetlands occur within the Site or along the Transmission Route. Additionally, based on a field survey included in Exhibit 17, there are no wetlands that have been identified on the Site. Some of the proposed facilities, including the ultra-low sulfur distillate oil aboveground storage tank are proposed within the 100-foot buffer of the Naugatuck River floodplain. Best management

practices such as soil erosion controls, secondary containment measures and the implementation of a Spill Prevention, Control and Countermeasure Plan will be employed to ensure protection of the Naugatuck River. A wetlands field survey of the Transmission Route will be conducted and results will be forwarded to the Council.

L. Water Supply

Water supply for the generating facility will be provided by the City of Waterbury. This source of supply will provide water to a portable demineralizer system, which will provide water for evaporative cooling of the inlet air, the nitrogen oxide ("NOx") control system and the mechanical draft cooling tower. The nature of the evaporative cooling and NOx control system require the use of high quality potable water. Exhibit 18 includes documentation from the City of Waterbury regarding the availability of water and an analysis of Site water supply options. Also included in Exhibit 18 is a Water Resource Analysis that concludes that the City of Waterbury's existing potable water supply is sufficient to meet the current and future process and potable water demands of the City and this Project.

The Site does not have sufficient space to allow the use of an air cooling system and this option was not considered further. A rectangular footprint of approximately 150 feet by 300 feet is needed for an air cooled heat exchanger. The 2.25 acre Site has limited area available to locate and develop a production well. Only one location is feasible within the leased area. Development uncertainties of the well and the risk of not having a firm supply make this option unsuitable for the Project. A direct diversion of water from the river is not viable due to the wide variations in flow and water quality. A more complete analysis of water supply alternatives is included in Exhibit 18.

Wastewater generated by on-Site processes will be minimal and will be discharged to the Waterbury sewer system consistent with existing DEP General Permits. Applications for these permits will be submitted to DEP prior to discharge of any wastewaters.

M. Storm Water

The Site is in an area on the Property outside of the existing mill area, which is paved and already has a permitted discharge to the Naugatuck River. The generating facility will utilize the existing storm water outfalls as part of the monitored drainage from the Site. Appropriate storm water permits will be obtained from the DEP for construction activities and operation of the generating facility.

The Transmission Route will follow the existing Metro-North rail line and existing CL&P transmission line ROW. The construction of the transmission line tap will likely include the installation of augured foundations (either cast in place or pre-cast bases that will be field placed). This construction will not impact any drainage paths or create any new storm water flows. (See Site Grading Plan included in Exhibit 6).

IV. CONCLUSION

Based on the foregoing, WatGen respectfully requests that the Council issue a determination, in the form of a declaratory ruling, that the construction and operation of the Project will not have a substantial adverse environmental effect.

Respectfully submitted,
WATERBURY GENERATION, LLC

By: Joey Miranda

Joey Lee Miranda, Esq.
Kenneth C. Baldwin, Esq.
Robinson & Cole LLP
280 Trumbull Street
Hartford, Connecticut 06103
860-275-8200
jmiranda@rc.com
kbaldwin@rc.com
Its Attorneys

CERTIFICATION OF SERVICE

I hereby certify that on this 5th day of October 2007, a copy of the foregoing was mailed, postage prepaid, to:

The Honorable Joan V. Hartley
State Senator
206 Columbia Blvd.
Waterbury, CT 06710

The Honorable Anthony J. D'Amelio
State Representative
64 Wellington Avenue
Waterbury, CT 06708

The Honorable Jeffrey J. Berger
State Representative
134 Gaylord Drive
Waterbury, CT 06708

The Honorable David Aldarondo
State Representative
107 Draher Street, Apt. 3
Waterbury, CT 06708

Antoinette Spinelli, Town Clerk
City of Waterbury
Chase Municipal Building
236 Grand Street
Waterbury, CT 06702

Craig Sullivan, Esq.
Corporation Counsel
City of Waterbury
26 Kendrick Avenue, 8th floor
Waterbury, CT 06702

Michael Bronko
Mayor
Borough of Naugatuck
229 Church Street, 4th Floor
Naugatuck, CT 06770

The Honorable Sam Caligiuri
State Senator
12C Darling Street
Southington, CT 06489

The Honorable Larry B. Butler
State Representative
46 Catalina Drive
Waterbury, CT 06704

The Honorable Selim G. Noujaim
State Representative
104 Dinatali Drive
Waterbury, CT 06705

Mayor Michael J. Jarjura
City of Waterbury
Chase Municipal Building
236 Grand Street
Waterbury, CT 06702

Kathleen McNamara, Chair
City of Waterbury
Inland Wetlands Commission
26 Kendrick Avenue, 2nd Floor
Waterbury, CT 06702

Guisseppe Pisanni, Chair
City of Waterbury
Zoning Commission
26 Kendrick Avenue, 2nd Floor
Waterbury, CT 06702

Mark Casey
Planning Commission Chair
City of Waterbury
26 Kendrick Avenue, 2nd Floor
Waterbury, CT 06702

By: JL Miranda
Joey Lee Miranda, Esq.

EXHIBIT LIST

Exhibit 1:	DPUC Decisions
Exhibit 2:	Sample Abutter's Letter and List of Abutters Notified
Exhibit 3:	Legal Notice
Exhibit 4:	Public Official Letter
Exhibit 5:	Site Location Maps
Exhibit 6:	Site Grading and Drainage Plan
Exhibit 7:	Preliminary Partial Site Plan
Exhibit 8:	Transmission Line Route and Conceptual Steel Pole Configuration
Exhibit 9:	Community Outreach
Exhibit 10:	Air Quality Analysis Report and Air Permit Application
Exhibit 11:	FAA Notice of Proposed Construction
Exhibit 12:	EMF Data
Exhibit 13:	USFWS, DEP, SHPO Correspondence
Exhibit 14:	Noise Analysis Report
Exhibit 15:	Viewshed Analysis Report
Exhibit 16:	Traffic Impact Analysis
Exhibit 17:	Soil Erosion and Sedimentation Control Plans; FEMA Flood Plain Map & Natural Resources Summary
Exhibit 18:	Water Resources Analysis