

**Newington Energy, LLC  
State of New Hampshire  
Energy Facility Siting Evaluation Committee**

**Docket No. SEC 2008-01**

**DATA REQUEST RESPONSE NO. 1**

**REQUEST:** Please provide NEL's environmental permits and notices of change in ownership of NEL.

**RESPONSE:** NEL presently holds the following material environmental permits and approvals for the Newington facility:

- State of New Hampshire Temporary Permit and Federal Prevention of Significant Deterioration Permit, #TP-B-0526
- U.S. Environmental Protection Agency National Pollution Discharge Elimination System (NPDES), permit #NH0023361
- Department of Environmental Services Section 401 Water Quality Certification
- Coverage Under U.S. Environmental Protection Agency NPDES Storm Water Multi-Sector Permit, for facility number NHR05A704
- Department of Environmental Services Full Quantity Generator Notification, ID #NHD510173701
- Town of Newington Industrial Discharge Permit No. 2

Notice of the proposed transfer of membership interests in NEL was provided to the agencies and municipal bodies with jurisdiction over each of the permits identified above. Copies of the notice letters are attached hereto. They were mailed to the permitting authorities on January 18, 2008, in conjunction with the joint applicants' filing of the application with the Committee. Since NEL will continue to hold the material environmental permits and approvals identified above after the transfer of membership interests to NAEA is completed, it is not necessary to seek the permitting agencies' approval of transfer to a new permittee. Accordingly, there should not be any additional environmental permitting approvals that must be obtained as a condition of the co-applicants' proposed transfer of the ownership interests in NEL.

January 3, 2008

Air Resources Division  
New Hampshire Department of Environmental Services  
29 Hazen Drive  
PO Box 95  
Concord, NH 03302-0095

Re: Newington Energy, LLC Transfer of Ownership; Permit TP-B-0526

We are writing to New Hampshire Department of Environmental Services ("Agency") as a result of the impending change in the ownership of the Newington Energy Facility in Newington, New Hampshire. The Newington Energy Facility is a 525 MW combined cycle electric generating facility operated by Newington Energy, LLC ("NEL") under a Certificate of Site and Facility issued by The New Hampshire Energy Facilities Siting and Evaluation Committee on May 25, 1999. Newington Energy, LLC is owned 100% by CED/SCS Newington, LLC ("CED/SCS"), which is a subsidiary of Consolidated Edison Development, Inc. CED/SCS has entered into a purchase and sale agreement, pursuant to which it will sell 100% of its membership interests in Newington Energy, LLC to North American Energy Alliance, LLC, a Delaware limited liability company, subject to the conditions set forth in the agreement and regulatory approvals. The parties will close the transaction as soon as all consents and approvals thereto have been received, which is expected no later than the 3<sup>rd</sup> week of June, 2008.

In connection with the construction and operation of the Newington Energy Facility, Newington Energy, LLC obtained a State Temporary Permit and Federal Prevention of Significant Deterioration from the Agency, permit #TP-B-0526 ("the Permit"). In addition, Newington Energy, LLC obtained a comprehensive Certificate of Site and Facility for the Newington Energy Facility. The purpose of this letter is to satisfy the requirements of Part II, ¶3 of Attachment H to the Certificate of Site and Facility and to formally notify the Agency of the impending change to the ownership of NEL. In accordance with the rules, the parties will file a completed ARD 1 form within 30 days of the closing.

NEL will continue as the entity holding the Permit after the closing and will be responsible under the Permit. The transaction only changes the ownership of NEL. Accordingly, it appears unnecessary to submit a written agreement for transfer of permit responsibility and liability, which would be required if the Permit was being transferred to a new permittee in accordance with Env-A 101.09.

Newington Energy, LLC and North American Energy Alliance, LLC have filed a joint application to the New Hampshire Energy Facilities Siting and Evaluation Committee in connection with the change in ownership. This application is a complete description of the transaction and the qualifications and capabilities as North American Energy Alliance, LLC. As a member of New Hampshire Energy Facilities Siting and Evaluation Committee, the Agency

has received the application. We would be pleased to provide you with a copy of that filing upon request.

AGREED TO, for Newington Energy, LLC

By:   
Name: Michael Madia  
VP & Chief Operating Officer

AGREED TO, for North American Energy Alliance, LLC

By: NORTH AMERICAN ENERGY ALLIANCE  
HOLDINGS, LLC, its Manager

By: \_\_\_\_\_  
Name:  
Title: Manager

By: \_\_\_\_\_  
Name:  
Title: Manager

cc: U.S. Environmental Protection Agency

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By: \_\_\_\_\_  
Name: Michael Madia  
VP & Chief Operating Officer

AGREED TO, for North American Energy Alliance, LLC

By: NORTH AMERICAN ENERGY ALLIANCE  
HOLDINGS, LLC, its Manager

By:  \_\_\_\_\_  
Name: RAYMOND KWOK  
Title: Manager

By: \_\_\_\_\_  
Name:  
Title: Manager

cc: U.S. Environmental Protection Agency

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By: \_\_\_\_\_  
Name: Michael Madia  
VP & Chief Operating Officer

AGREED TO, for North American Energy Alliance, LLC

By: NORTH AMERICAN ENERGY ALLIANCE  
HOLDINGS, LLC, its Manager

By:  \_\_\_\_\_  
Name: JAMES DICKS  
Title: Manager

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: Manager

cc: U.S. Environmental Protection Agency

January 3, 2008

Shelley Puleo  
EPA Municipal Assistance Office  
1 Congress St., Suite 1100 (CMV)  
Boston, MA 02114-2023

Re: Newington Energy, LLC Transfer of Ownership NPDES PERMIT # NH 0023361

Dear Ms. Puleo:

We are writing to the U.S. Environmental Protection Agency ("Agency") as a result of the impending change in the ownership of the Newington Energy Facility in Newington, New Hampshire. The Newington Energy Facility is a 525 MW combined cycle electric generating facility operated by Newington Energy, LLC ("NEL") under a Certificate of Site and Facility issued by The New Hampshire Energy Facilities Siting and Evaluation Committee on May 25, 1999. Newington Energy, LLC is owned 100% by CED/SCS Newington, LLC ("CED/SCS"), which is a subsidiary of Consolidated Edison Development, Inc. CED/SCS has entered into a purchase and sale agreement, pursuant to which it will sell 100% of its membership interests in Newington Energy, LLC to North American Energy Alliance, LLC, a Delaware limited liability company, subject to the conditions set forth in the agreement and regulatory approvals. The parties will close the transaction as soon as all consents and approvals thereto have been received, which is expected no later than the 3<sup>rd</sup> week of June, 2008.

In connection with the construction and operation of the Newington Energy Facility, Newington Energy, LLC obtained a National Pollution Discharge Elimination System (NPDES) permit from the Agency, permit # NH 0023361 ("the Permit"). In addition, Newington Energy, LLC obtained a comprehensive Certificate of Site and Facility for the Newington Energy Facility. The purpose of this letter is to notify the Agency of the impending change to the ownership of NEL.

NEL will continue as the entity holding the Permit after the closing and will be responsible under the Permit. The transaction only changes the ownership of NEL. Accordingly, it appears unnecessary to submit a written agreement for transfer of permit responsibility and liability, which would be required if the Permit was being transferred to a new permittee in accordance with 40 CFR 122.61.

Newington Energy, LLC and North American Energy Alliance, LLC have filed a joint application to the New Hampshire Energy Facilities Siting and Evaluation Committee in connection with the change in ownership. This application is a complete description of the transaction and the qualifications and capabilities as North American Energy Alliance, LLC. As a member of New Hampshire Energy Facilities Siting and Evaluation Committee, the Agency has received the application. We would be pleased to provide you with a copy of that application upon request.

AGREED TO, for Newington Energy, LLC

By:   
Name: Michael Madia  
VP & Chief Operating Officer

AGREED TO, for North American Energy Alliance, LLC

By: NORTH AMERICAN ENERGY ALLIANCE  
HOLDINGS, LLC, its Manager

By: \_\_\_\_\_  
Name:  
Title: Manager

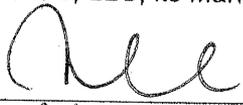
By: \_\_\_\_\_  
Name:  
Title: Manager

AGREED TO, for Newington Energy, LLC

By: \_\_\_\_\_  
Name: Michael Madia  
VP & Chief Operating Officer

AGREED TO, for North American Energy Alliance, LLC

By: NORTH AMERICAN ENERGY ALLIANCE  
HOLDINGS, LLC, its Manager

By:  \_\_\_\_\_  
Name: *RAYMOND KWOK*  
Title: Manager

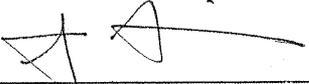
By: \_\_\_\_\_  
Name:  
Title: Manager

AGREED TO, for Newington Energy, LLC

By: \_\_\_\_\_  
Name: Michael Madia  
VP & Chief Operating Officer

AGREED TO, for North American Energy Alliance, LLC

By: NORTH AMERICAN ENERGY ALLIANCE  
HOLDINGS, LLC, its Manager

By:  \_\_\_\_\_  
Name: JAMES DICKSON  
Title: Manager

By: \_\_\_\_\_  
Name:  
Title: Manager

January 3, 2008

Water Division  
New Hampshire Department of Environmental Services  
29 Hazen Drive  
PO Box 95  
Concord, NH 03302-0095

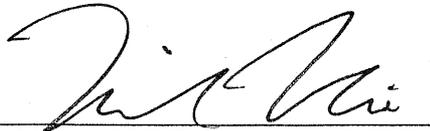
Re: Newington Energy, LLC Transfer of Ownership; Section 401 Certificate

We are writing to New Hampshire Department of Environmental Services ("Agency") as a result of the impending change in the ownership of the Newington Energy Facility in Newington, New Hampshire. The Newington Energy Facility is a 525 MW combined cycle electric generating facility operated by Newington Energy, LLC under a Certificate of Site and Facility issued by The New Hampshire Energy Facilities Siting and Evaluation Committee on May 25, 1999. Newington Energy, LLC is owned 100% by CED/SCS Newington, LLC ("CED/SCS"), which is a subsidiary of Consolidated Edison Development, Inc. CED/SCS has entered into a purchase and sale agreement, pursuant to which it will sell 100% of its membership interests in Newington Energy, LLC to North American Energy Alliance, LLC, a Delaware limited liability company, subject to the conditions set forth in the agreement and regulatory approvals. The parties will close the transaction as soon as all consents and approvals thereto have been received, which is expected no later than the 3<sup>rd</sup> week of June, 2008.

In connection with the construction and operation of the Newington Energy Facility, Newington Energy, LLC obtained a Section 401 Water Quality Certificate. In addition, Newington Energy, LLC obtained a comprehensive Certificate of Site and Facility for the Newington Energy Facility. The purpose of this letter is to satisfy the requirements of Part II, ¶3 of Attachment H to the Certificate of Site and Facility and to formally notify the Agency of the impending change to the ownership of Newington Energy, LLC.

Newington Energy, LLC and North American Energy Alliance, LLC have filed a joint application to the New Hampshire Energy Facilities Siting and Evaluation Committee in connection with the change in ownership. This application is a complete description of the transaction and the qualifications and capabilities as North American Energy Alliance, LLC. As a member of New Hampshire Energy Facilities Siting and Evaluation Committee, the Agency has received the application. We would be pleased to provide you with a copy of that filing upon request.

AGREED TO, for Newington Energy, LLC

By: 

Name: Michael Madia  
VP & Chief Operating Officer

AGREED TO, for North American Energy Alliance, LLC

By: NORTH AMERICAN ENERGY ALLIANCE  
HOLDINGS, LLC, its Manager

By:   
Name: RAYMOND KWOK.  
Title: Manager

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: Manager

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HOLDINGS, LLC, its Manager

By:   
Name: JAMES DICKSON  
Title: Manager

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: Manager



January 3, 2008

Mr. Tim Prospert  
Waste Management Division - RIMS  
New Hampshire Department of Environmental Services  
PO Box 3900  
Concord, NH 03302-3900

Re: Newington Energy, LLC Transfer of Ownership; Permit NHD510173701

We are writing to New Hampshire Department of Environmental Services ("Agency") as a result of the impending change in the ownership of the Newington Energy Facility in Newington, New Hampshire. The Newington Energy Facility is a 525 MW combined cycle electric generating facility operated by Newington Energy, LLC under a Certificate of Site and Facility issued by The New Hampshire Energy Facilities Siting and Evaluation Committee on May 25, 1999. Newington Energy, LLC is owned 100% by CED/SCS Newington, LLC ("CED/SCS"), which is a subsidiary of Consolidated Edison Development, Inc. CED/SCS has entered into a purchase and sale agreement, pursuant to which it will sell 100% of its membership interests in Newington Energy, LLC to North American Energy Alliance, LLC, a Delaware limited liability company, subject to the conditions set forth in the agreement and regulatory approvals. The parties will close the transaction as soon as all consents and approvals thereto have been received, which is expected no later than the 3<sup>rd</sup> week of June, 2008.

In connection with the construction and operation of the Newington Energy Facility, Newington Energy, LLC obtained a Full Quantity Generator Permit from the Agency, permit #NHD510173701. In addition, Newington Energy, LLC obtained a comprehensive Certificate of Site and Facility for the Newington Energy Facility. The purpose of this letter is to satisfy the requirements of Part II, ¶3 of Attachment H to the Certificate of Site and Facility and to formally notify the Agency of the impending change to the ownership of Newington Energy, LLC. In accordance with the rules, the parties will file a completed RCRA C Site Identification Form; Notification of Hazardous Waste Activity, within 30 days of the effective date of the change in ownership.

Newington Energy, LLC and North American Energy Alliance, LLC have filed a joint application to the New Hampshire Energy Facilities Siting and Evaluation Committee in connection with the change in ownership. This application is a complete description of the transaction and the qualifications and capabilities as North American Energy Alliance, LLC. As a member of New Hampshire Energy Facilities Siting and Evaluation Committee, the Agency has received the application. We would be pleased to provide you with a copy of that filing upon request.

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By:   
Name: Michael Madia  
VP & Chief Operating Officer

AGREED TO, for North American Energy Alliance, LLC

By: NORTH AMERICAN ENERGY ALLIANCE  
HOLDINGS, LLC, its Manager

By: \_\_\_\_\_  
Name:  
Title: Manager

By: \_\_\_\_\_  
Name:  
Title: Manager

cc: U.S. Environmental Protection Agency

AGREED TO, for Newington Energy, LLC

By: \_\_\_\_\_

Name: Michael Madia  
VP & Chief Operating Officer

AGREED TO, for North American Energy Alliance, LLC

By: NORTH AMERICAN ENERGY ALLIANCE  
HOLDINGS, LLC, its Manager

By:  \_\_\_\_\_

Name: *Raymond Kwole*  
Title: Manager

By: \_\_\_\_\_

Name:  
Title: Manager

cc: U.S. Environmental Protection Agency

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By:  \_\_\_\_\_  
Name: JAMES DICKSON  
Title: Manager

By: \_\_\_\_\_  
Name:  
Title: Manager

cc: U.S. Environmental Protection Agency



January 3, 2008

U.S. Environmental Protection Agency  
1 Congress St., Suite 1100 (CMV)  
Boston, MA 02114-2023

Re: Newington Energy, LLC Change of Ownership – Facility NHR05A704

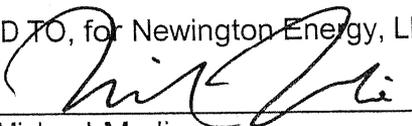
We are writing to the U.S. Environmental Protection Agency ("Agency") as a result of the impending change in the ownership of the Newington Energy Facility in Newington, New Hampshire. The Newington Energy Facility is a 595 MW combined cycle electric generating facility operated by Newington Energy, LLC under a Certificate of Site and Facility issued by The New Hampshire Energy Facilities Siting and Evaluation Committee on May 25, 1999. Newington Energy, LLC is owned 100% by CED/SCS Newington, LLC ("CED/SCS"), which is a subsidiary of Consolidated Edison Development, Inc. CED/SCS has entered into a purchase and sale agreement, pursuant to which it will sell 100% of its membership interests in Newington Energy, LLC to North American Energy Alliance, LLC, a Delaware limited liability company, subject to the conditions set forth in the agreement and regulatory approvals. The parties will close the transaction as soon as all consents and approvals thereto have been received, which is expected no later than the 3<sup>rd</sup> week of June, 2008.

In connection with the construction and operation of the Newington Energy Facility, Newington Energy, LLC filed a notice of intent under the Agency's Multi-Sector Permit and obtained an active date of permit coverage of January 19, 2002 for facility permit number NHR05A704. In addition, Newington Energy, LLC obtained a comprehensive Certificate of Site and Facility for the Newington Energy Facility. The purpose of this letter is to notify the Agency of the impending change to the ownership of Newington Energy, LLC.

NEL will continue as the entity holding the Permit after the closing and will be the operator under permit number NHR05A704. The transaction only changes the ownership of NEL. Accordingly, it appears unnecessary to submit a Notice of Termination on behalf of NEL after the closing as would be required if NEL were no longer operating the facility.

Newington Energy, LLC and North American Energy Alliance, LLC have filed a joint application to the New Hampshire Energy Facilities Siting and Evaluation Committee in connection with the change in ownership. This application is a complete description of the transaction and the qualifications and capabilities as North American Energy Alliance, LLC. As a member of New Hampshire Energy Facilities Siting and Evaluation Committee, the Agency has received the application. We would be pleased to provide you with a copy of that application upon request.

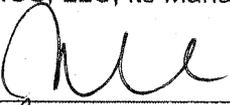
AGREED TO, for Newington Energy, LLC

By: 

Name: Michael Madia  
VP & Chief Operating Officer

AGREED TO, for North American Energy Alliance, LLC

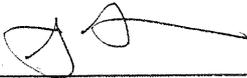
By: NORTH AMERICAN ENERGY ALLIANCE  
HOLDINGS, LLC, its Manager

By:   
Name: Raymond Kwoh.  
Title: Manager

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: Manager

AGREED TO, for North American Energy Alliance, LLC

By: NORTH AMERICAN ENERGY ALLIANCE  
HOLDINGS, LLC, its Manager

By:   
Name: JAMES DICKSON  
Title: Manager

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: Manager

January 3, 2008

Town of Newington Sewer Commission  
205 Nimble Hill Rd.  
Newington 03801

Re: Newington Energy, LLC Change of Ownership – Newington Industrial Discharge Permit No. 2

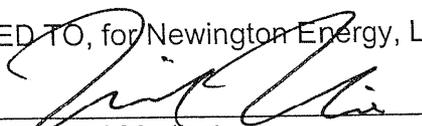
We are writing to the Newington Sewer Commission ("Commission") as a result of the impending change in the ownership of the Newington Energy Facility in Newington, New Hampshire. The Newington Energy Facility is a 525 MW combined cycle electric generating facility operated by Newington Energy, LLC ("NEL") under a Certificate of Site and Facility issued by The New Hampshire Energy Facilities Siting and Evaluation Committee on May 25, 1999. Newington Energy, LLC is owned 100% by CED/SCS Newington, LLC ("CED/SCS"), which is a subsidiary of Consolidated Edison Development, Inc. CED/SCS has entered into a purchase and sale agreement, pursuant to which it will sell 100% of its membership interests in Newington Energy, LLC to North American Energy Alliance, LLC, a Delaware limited liability company, subject to the conditions set forth in the agreement and regulatory approvals. The parties will close the transaction as soon as all consents and approvals thereto have been received, which is expected no later than the 3<sup>rd</sup> week of June, 2008.

In connection with the construction and operation of the Newington Energy Facility, Newington Energy, LLC obtained an Industrial Discharge Permit No. 2, issued/effective January 1, 2006 ("the Permit"). In addition, Newington Energy, LLC obtained a comprehensive Certificate of Site and Facility for the Newington Energy Facility. The purpose of this letter is to notify the Agency of the impending change to the ownership of NEL.

NEL will continue as the entity holding the Permit after the closing and will be responsible under the Permit. The transaction only changes the ownership of NEL. Accordingly, it appears unnecessary to submit the written certification which would be required if the Permit was being transferred to a new permittee in accordance with the Newington Sewer Ordinance at Article VI, Section 16.

Newington Energy, LLC and North American Energy Alliance, LLC have filed a joint application to the New Hampshire Energy Facilities Siting and Evaluation Committee in connection with the change in ownership. This application is a complete description of the transaction and the qualifications and capabilities as North American Energy Alliance, LLC. We would be pleased to provide you with a copy of that application upon request.

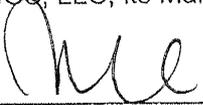
AGREED TO, for Newington Energy, LLC

By: 

Name: Michael Madia  
VP & Chief Operating Officer

AGREED TO, for North American Energy Alliance, LLC

By: NORTH AMERICAN ENERGY ALLIANCE  
HOLDINGS, LLC, its Manager

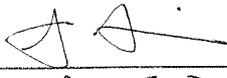
By:   
Name: RAYMOND KWOK  
Title: Manager

By: \_\_\_\_\_  
Name:  
Title: Manager

cc: Denis Messier, Plant Manager (115 Gosling Rd., Newington NH 03801)  
Stergios Spanos, NHDES, Water Division

AGREED TO, for North American Energy Alliance, LLC

By: NORTH AMERICAN ENERGY ALLIANCE  
HOLDINGS, LLC, its Manager

By:   
Name: JAMES DICKSON  
Title: Manager

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: Manager

cc: Denis Messier, Plant Manager (115 Gosling Rd., Newington NH 03801)



Newington Energy, LLC  
State of New Hampshire  
Energy Facility Siting Evaluation Committee

Docket No. SEC 2008-01

**DATA REQUEST RESPONSE NO. 2**

**REQUEST:** Please describe the environmental compliance history of the NEL facility.

**RESPONSE:** NEL believes its environmental compliance record is excellent. After the February 11, 2008 Public Meeting of the Committee and in preparing the attached report, NEL did confirm that it has paid one administrative fine during the entire operational history of the facility. See Air-Item 2 on the attached "EFSEC Compliance History."

**EFSEC Compliance History  
For the Period 2002-2008 Year to Date  
Newington Power Facility**

Newington Energy, LLC  
200 Shattuck Way  
Newington, NH 03801

The following is a brief compliance history of Newington Energy, LLC's (NEL) Newington Power Facility located in Newington, New Hampshire. This compliance history summary documents compliance with the environmental permits identified in the EFSEC approval document as well as instances where individual permit conditions were exceeded.

**Air**

*Temporary Permit/Prevention of Significant Degradation Permit, TP-B-0562*

1. December 6, 2002 – NOx ppm/hr average exceeded when NOx water injection pump tripped off-line and was not immediately restarted. NEL reviewed procedures with operations staff. NH DES notified. No citation issued.
2. March 1, 2005 – Cooling Tower drift test results did not meet permit requirements. Repairs to the tower were made and the tower tested within permit limits. NH DES notified. Administrative Settlement fine of \$5,175 was paid.
3. December 4, 2007 – 20% Opacity for >6 minute limit was exceeded on Unit 1. NH DES notified. No citation issued.

*Reasonably Available Control Technology (RACT) Order, RD-04-001*

1. Continuous Compliance.

*Acid Rain Permit*

1. Continuous Compliance.

**Water**

*National Pollution Discharge Elimination System (NPDES) Permit, NH0023361*

1. April 16, 2007 – Instantaneous exceedance of chlorine permit limit occurred when a valve leaked by to the cooling tower basin. Valve was repaired. NH DES and US EPA were notified. No citation issued.
2. July 31, 2007 – Daily maximum total suspended solids permit limit was exceeded when solids (rust) from an infrequently used line were discharged to a collection sump. NEL installed a filter media and flushed the line. NH DES and US EPA were notified. No citation issued.

*Town of Newington Sewer Discharge Permit, Number 2*

1. June 4, 2004 – Zinc permit limit was exceeded when flows that had come in contact with galvanized metal grating and covers within the facility leached zinc into the plants wastewater stream. NEL modified the galvanized covers. Town of Newington Wastewater Treatment facility was notified. No citations issued.

2. July 17, 2007 – Zinc permit limit was exceeded when excessive rainwater that had contact with galvanized metal entered the plants floor drain system and contaminated the wastewater stream. NEL installed a zinc filtration system. Town of Newington Wastewater Treatment facility was notified. No citations issued.

*Wastewater Connection Permit, D2000-0904*

1. Continuous compliance.

*Multi-sector Stormwater Permit, NHR05A704*

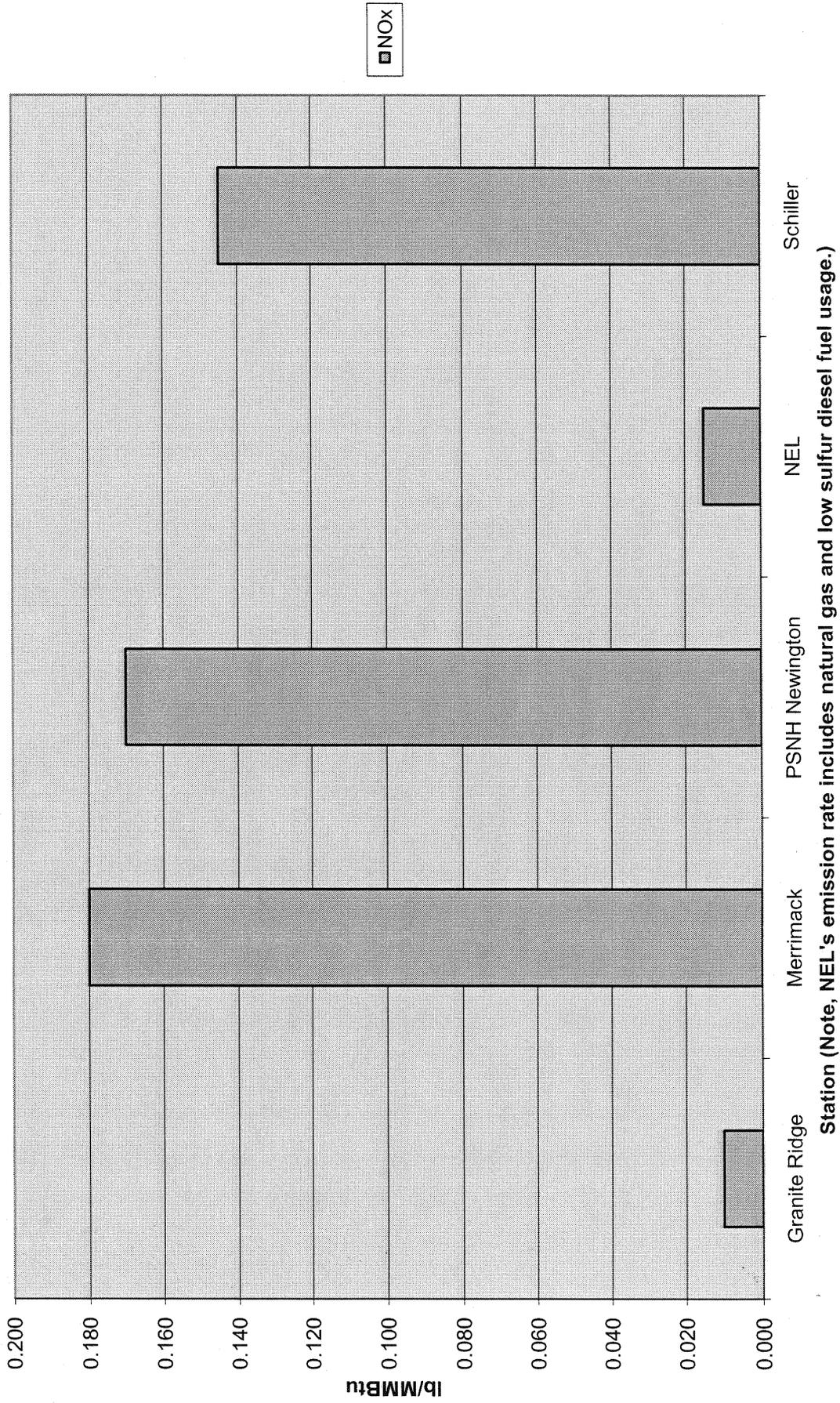
1. Continuous compliance.

**Hazardous Waste**

*Hazardous Waste Registration, NHD510173701*

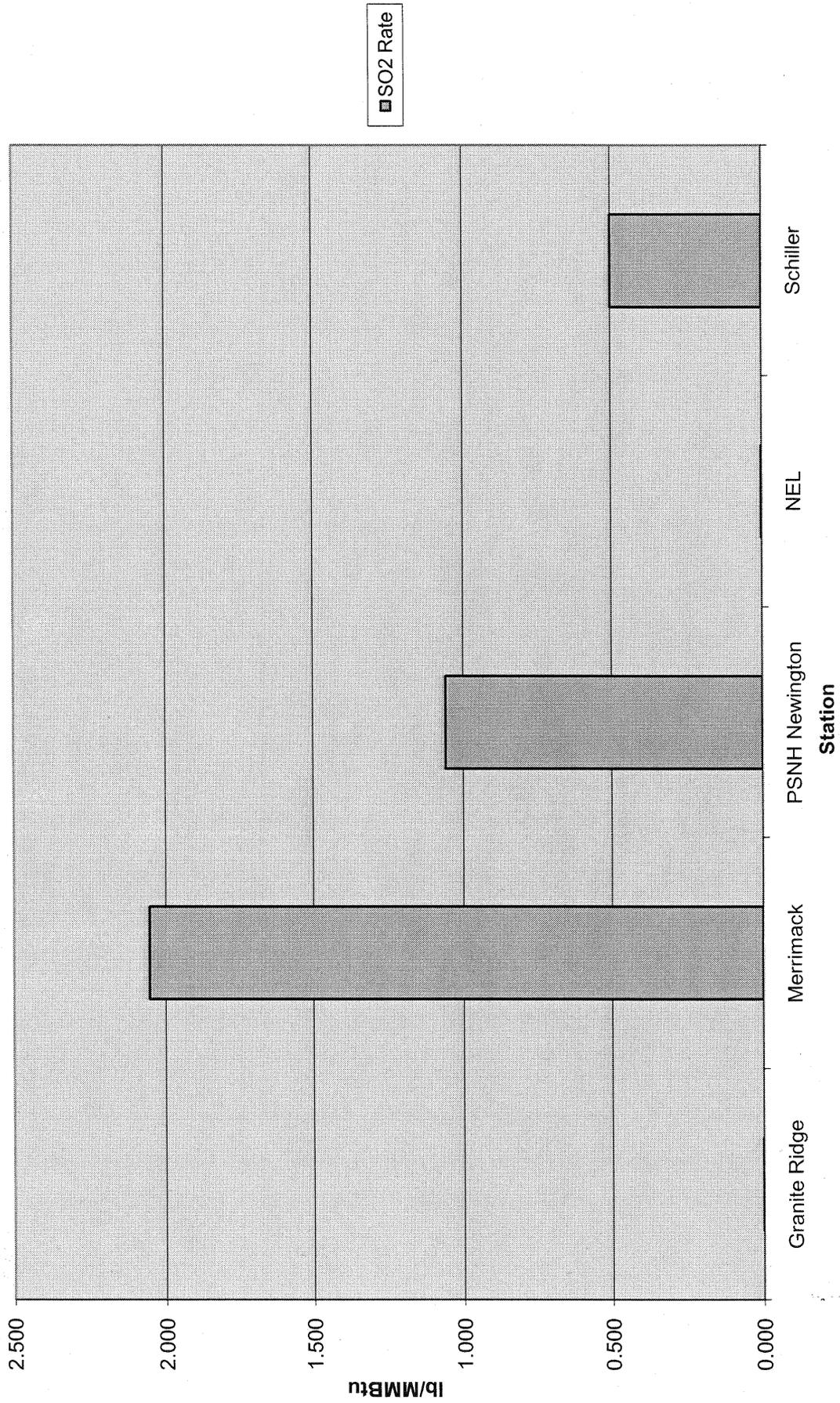
1. Continuous compliance.

### Average Station Emissions Q1, Q2 and Q3 2007

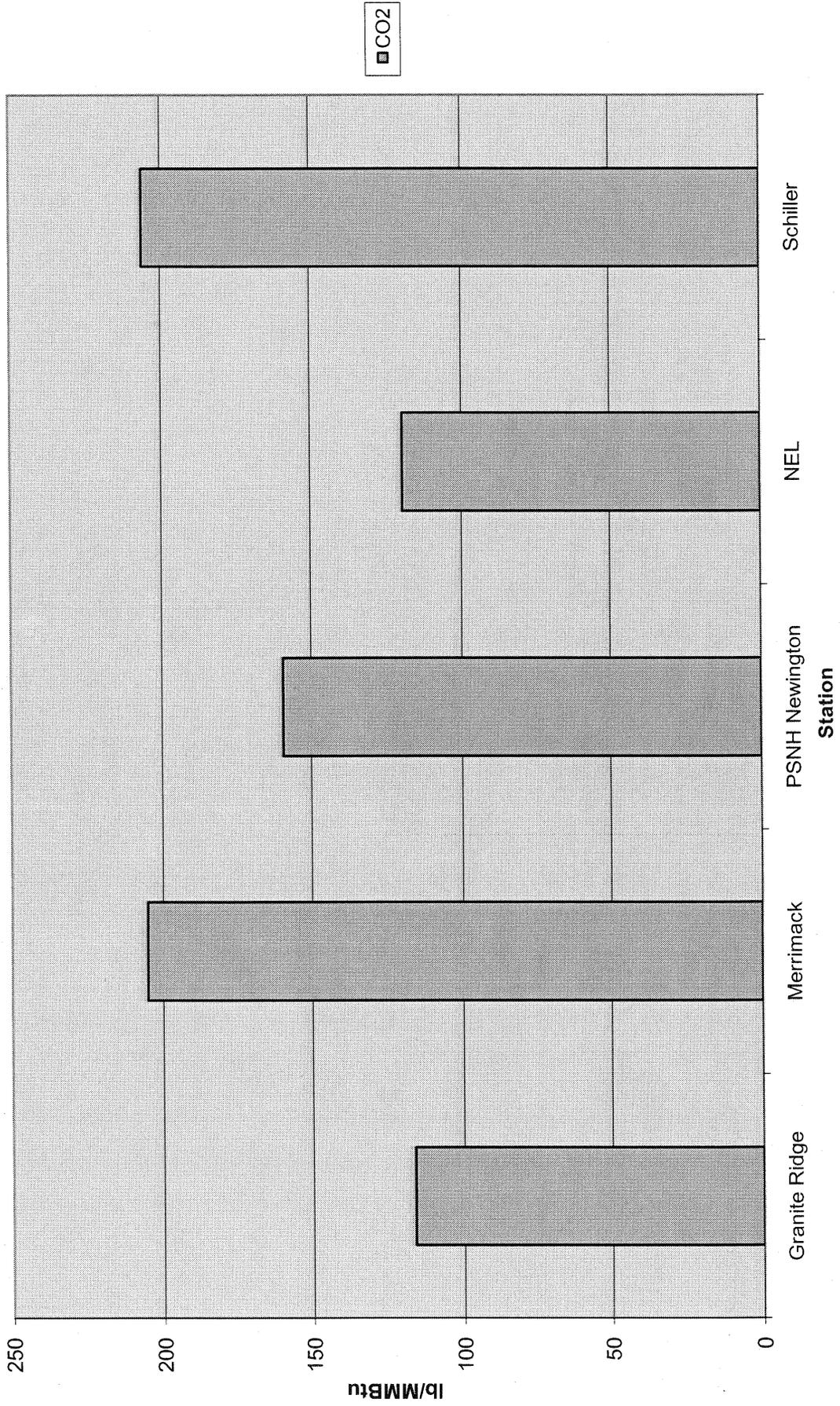


Note, NEL emissions include natural gas and low sulfur diesel fuel usage.

### Average Station Emissions Q1, Q2 and Q3 2007



Average Station Emissions Q1, Q2 and Q3 2007



<b>Facility</b>	<b>Average SO2 Rate (lb/MMBtu)</b>	<b>Average NOx Rate (lb/MMBtu)</b>	<b>Average CO2 Rate (lb/MMBtu)</b>
Granite Ridge 1	0.0006	0.01	113.4
Granite Ridge 2	0.0006	0.01	118.9
Merrimack 1	2.1263	0.18	205.2
Merrimack 2	1.9827	0.18	205.2
PSNH Newington	1.0577	0.17	159.4
NEL 1	0.0015	0.01	119.8
NEL 2	0.0006	0.02	118.9
Schiller 4	0.9599	0.18	204.9
Schiller 5	0.0004	0.07	207.9
Schiller 6	0.9987	0.22	204.7

Note: Data from US EPA Clean Air Markets Division website. Data are for the first 9 months of 2007. Data includes NEL's dual fuel capability.



**Newington Energy, LLC  
State of New Hampshire  
Energy Facility Siting Evaluation Committee**

**Docket No. SEC 2008-01**

**DATA REQUEST RESPONSE NO. 3**

**REQUEST:** Please describe the allocation of the purchase price to real estate and “other” assets.

**RESPONSE:** The Purchase and Sale Agreement provides a procedure for allocating the purchase price of the facility. This procedure is not yet complete because the allocation requires a complex analysis that takes into consideration, among other things, post-closing adjustments to the purchase price which are also provided for in the Purchase and Sale Agreement. It should be noted, however, that for property tax purposes the facility is presently valued at approximately \$259 million (before application of the pollution control exemption), and for financial reporting purposes is carried at a cost of approximately \$358 million (before depreciation). NEL and NAEA intend to meet with the New Hampshire Department of Revenue Administration for the purpose of reaching a mutually satisfactory agreement on the portion of the purchase price allocated to real estate and the amount of taxes due pursuant to Section 78-B:1 of the New Hampshire Revised Statutes.



**Newington Energy, LLC  
State of New Hampshire  
Energy Facility Siting Evaluation Committee**

**Docket No. SEC 2008-01**

**DATA REQUEST RESPONSE NO. 4**

**REQUEST:** Please provide copies of any Tolling Agreements.

**RESPONSE:** NAEA will enter into a series of energy tolling agreements for NEL. The package of agreements is not yet final and so it would be premature and prejudicial to current negotiations to provide such documents at this point. Once the agreements are finalized, NAEA will provide a copy of the documents to EFSEC. NAEA will request that the final agreements be treated as confidential pursuant to applicable EFSEC procedures since it will contain business information sensitive to both NAEA and the respective counter-parties.

These agreements are being negotiated with a large internationally recognized energy service provider with significant industry and regional expertise. Liabilities associated with handling and managing fuel at the respective delivery points are assumed, as they currently are, by NEL. Under the agreements NEL continues to have overall responsibility for the prudent operation and maintenance of the facility and compliance with all regulatory, licenses and permit requirements.



**Newington Energy, LLC  
State of New Hampshire  
Energy Facility Siting Evaluation Committee**

**Docket No. SEC 2008-01**

**DATA REQUEST RESPONSE NO. 6**

**REQUEST:** Please provide further detail on the CEEMI and CED OpCo personnel.

**RESPONSE:** NAEA has acquired the entire portfolio of Con Edison Development (CED) assets totaling 1,704 Megawatts. CED management of the assets has been done in a portfolio approach utilizing personnel and resources from throughout the portfolio to support the entire operation. If for any reason additional resources are required to support Newington's operation, they can be requested through NAEA management, rapidly mobilized from CED Operating Company and CEEMI, and deployed. Each facility is staffed for shift operation and has a support staff for maintenance. Shift operation requirements are generally only those personnel required to maintain unit operation and represent only a portion of total staff. As a matter of practicality a request for additional resources would be made through NAEA. The request would be evaluated and prioritized in relation to work at other facilities such as CEEMI. If deemed high in priority, resources performing routine maintenance, which could be deferred temporarily, would be reassigned.

In the event of an emergency request, resources would be immediately reassigned leaving only those resources required for operation at CEEMI.

It is NAEA's intent to replicate this approach of portfolio management.

NAEA is currently in the process of recruitment of the CED headquarters staff which will provide additional resources to support the operation at Newington. This includes asset managers, technical experts, and project managers. This process is expected to be completed shortly, providing a seamless transition to the current management of the CED assets.

Note: As explained in the Joint Application, Mr. Madia's Pre-filed Testimony and during the Public Meeting of February 11, 2008, day to day responsibility for operation and maintenance of the NEL facility will continue to reside with GE.



**Newington Energy, LLC  
State of New Hampshire  
Energy Facility Siting Evaluation Committee**

**Docket No. SEC 2008-01**

**DATA REQUEST RESPONSE NO. 7**

**REQUEST:** Please describe IFM's environmental compliance history.

**RESPONSE:** Exhibit A to the Application contains information on IFM and its infrastructure portfolios. IFM has investments in several assets that are similar to the Newington Project. Attached is a detailed summary of those assets and their environmental compliance history in response to the Committee's inquiry. If the Committee requires information on other IFM assets, it will be provided.

## I. **Ecogen**

### A. Summary of Assets

Ecogen Energy Pty Ltd (“EE”) operates two gas-fired power plants in Victoria, Australia. Industry Funds Management (“IFM”) acquired EE in February 2003. The EE assets consist of the Newport Power Station (“NPS”), located 6 km south-west of Melbourne, and the Jeeralang Power Station (“JLS”), located 6 km south of Morwell in the Latrobe Valley, Victoria. Key asset details are included below.

#### 1. Newport

- 500MW intermediate thermal plant commissioned in 1980;
- Boiler is designed to operate on natural gas, fuel oil or a combination of fuels;
- Single reheat section to reheat steam to 538°C;
- Four 33.33% boiler circulation pumps, two forced draft fans and two induced draft fans;
- There is no requirement for flue gas treatment;
- Use of oil for boiler start-up is not allowed;
- Turbine generator assembly supplied for Brown Boveri Cie (subsequently ASEA Brown Boveri, now Alstom)
- Turbine generator assembly is a four-cylinder, tandem compound, reaction machine with one single-flow high pressure turbine, a double flow intermediate-pressure turbine and two double-flow low-pressure turbines; and
- Cooling water to steam condenser and auxiliary cooling water is sourced from sea water circulated once through.

#### 2. Jeeralang

- 480MW peaking Open Cycle Gas turbine commissioned in 1979;
- Jeeralang comprises seven single shaft combustion turbine generator units configured to operate in simple cycle mode;
- Plant consists of two stages: Jeeralang A comprising four units and Jeeralang B comprising a further three units;
- Jeeralang A turbines, model V93.1 supplied by Kraftwerk Union (now Siemens), are cooled via a direct oil to air cooling system; and
- Jeeralang B turbines, model (GE) 9001B supplied by Alsthom-Atlantique (now Alstom), include a closed cycle cooling water system, also air cooled.

## B. Environmental Controls

EE holds accredited licensee status with the Environmental Protection Authority (“EPA”), Victoria, under the accredited licensee system for each of its power stations. In order to receive an accredited licence, a company must be able to demonstrate a high level of environmental performance and an ongoing capacity to maintain and improve this performance. Accreditation is subject to a number of ongoing checks and requirements and is reviewed at least every five years.

The following three major documents (pre-requisites) are used to assess environmental performance within the context of the accredited licensee system:

- Environmental Management System (“EMS”);
- Environmental Audit Program (“EAP”); and
- Environment Improvement Plan (“EIP”).

The EPA has endorsed the EMS’s operated by EE’s power stations as meeting the requirements of the accredited licence system. In addition, the EMS’s operated by EE’s power stations have been certified by NCS International Pty Limited (“NCSI”), a Joint Accreditation System of Australia and New Zealand (JAS-ANZ) accredited certification body, as being fully compliant with ISO 14001:2004.

Each of EE’s power stations has an operating EAP and EIP which have been developed, and are maintained, within the framework of the individual EMS’s. The EAP and EIP form important components of the power station EMSs. The EMS describes the requirements, development and maintenance of the EAP and EIP in detail.

### 1. Environmental Management System

EE uses the EMS as a tool to provide effective management of all the environmental aspects associated with the activities and operations of its power stations. Robust implementation and review of the EMS ensures that EE’s power stations comply with their legal obligations, company policy requirements and business imperatives.

The EMS’s define and establish a framework of control measures to ensure that the environmental aspects associated with the activities and operations of each of EE’s power stations, are planned, implemented, checked and reviewed. It is one of a suite of management systems forming an integral part of EE’s Compliance Management System (CMS) and is an instrument for the continual improvement of EE’s environmental performance.

The EMS’s help ensure that the environmental hazards inherent in the activities of EE’s power stations have been systematically identified and that processes are in place to control these hazards both under normal and abnormal conditions. Each power station’s EMS documents the Station’s environmental objectives & targets, organizational structure & responsibilities, training & awareness programs, environmental auditing programme and improvement processes.

The EMS applies to the environmental aspects of the power station’s activities, products and services that it can control (e.g. all its onsite operational activities) and those that it can influence (e.g. ensuring wastes are correctly disposed of when removed from Site).

All EE's employees are familiar with their associated EMS and ensure that whilst on site, all activities they perform, or the activities performed by contractors under their control, are carried out in accordance with the EMS.

## 2. AS/NZS ISO 14001:2004 – Environmental Management

The EMS's operated by EE's power stations have been designed to meet the requirements of AS/NZS ISO 14001:2004. ISO 14001 is an internationally recognized environmental management system that provides a "best practice" specification for developing and implementing an EMS.

The EMS's operated by EE's power stations are certified to AS/NZS ISO 14001:2004 by a JAS-ANZ accredited certification body. Certification and regular auditing against the ISO 14001 standard provides EE's stakeholders (which include company directors, shareholders, financiers, government, statutory bodies and community groups) with independent assurance that their environmental requirements and expectations are managed in a structured and transparent manner with emphasis on processes that drive continual improvement.

### C. Summary of Environmental Performance during IFM Ownership

The following summary has been prepared from the annual environmental performance reports submitted to the EPA each year over the past 5 years.

#### 1. Newport (reporting year June to July)

##### 2002-2003

- The EPA approved NPS's revised EIP (which is the second EIP produced by NPS under the Accredited Licence scheme) on the 16th of October 2002. The EIP was developed with significant and valued input from the local community, Hobson Bay Council, EPA client representatives and NPS staff members.
- The ISO 14001 certification was re-assessed on a 6 monthly period by ISO 14001 accredited audits from NCS. No major non-conformances were identified over this report period.
- No air emission or water emission breaches were recorded over the report period.
- A level 3 Energy Audit of the site was conducted and completed in September 2003. A complaint relating to excessive noise emanating from the Power Station was received from a local resident on the 28th of May 2003. The cause of the noise was traced to a passing safety valve, which was assiduously repaired. The EPA was notified of the complaint and advised of the actions taken. The Station's operating logs were modified to include a daily inspection of the safety valves when the plant is operating.

##### 2003-2004

- Newport Power Station's Environmental Management System underwent its triennial audit against the requirements of AS/NZS ISO 14001: 1996 in February 2004. The auditors made the recommendation that the Station's EMS complies with the requirements of AS/NZS ISO 14001: 1996 and that certification should be continued.
- Four minor air emission exceedances and 13 minor water emission exceedances (with most of them considered of dubious accuracy) were recorded over this reporting period. The EPA was notified of these exceedances.
- Four environmental incidents were reported to the EPA over the period. Three of these incidents related to brief emissions of smoke from the Station's stack whilst the other was in relation to a noise complaint received from a local resident.
- The Energy Action Plan developed from the Level 3 Energy Audit commissioned by the Station was submitted to, and approved by the EPA.
- The Station commissioned a water usage audit of its Site and developed a water management plan with support from City West Water.

#### 2004-2005

- NPS's Environmental Management System (EMS) was audited twice against the requirements of AS/NZS ISO 14001: 1996 during the reporting period. Both audits found the Station's EMS fully compliant with the requirements of AS/NZS ISO 14001: 1996.
- Two minor air emission exceedances and two minor water emission exceedances were reported to the Environmental Protection Authority (EPA), Victoria over the reporting period.
- Five environmental incidents were reported to the EPA over this reporting period. All five incidents related to nitrate exceedances in the Drain 4 discharge.
- The majority of the Environment Improvement Plan (EIP) actions had been completed. Actions that had not been completed were either ongoing without a definite completion date or are projects that have been started but which have long term completion dates.
- Progress has been made on all the Energy Action Plan items with progress on the most significant item i.e. investigate the reduction of excess oxygen levels in the boiler flue, well advanced.
- In-line with the Station's water management plan, additional permanent water flow meters were installed to gain a more detailed understanding of the Site's water usage.
- Proposals for capturing rain water and recycling blow down steam were investigated.

#### 2005-2006

- NPS's Environmental Management System (EMS) was audited twice during the reporting period. The first audit assessed the EMS against AS/NZS ISO 14001:1996 whilst the second (upgrade) audit assessed the EMS against AS/NZS ISO 14001:2004. Both audits found the Station's EMS in full compliance with the requirements of the respective versions of AS/NZS ISO 14001. NPS's EMS is now formally certified compliant to AS/NZS ISO 14001:2004.
- An EPA approved Facility Auditor conducted a statue facilities audit on the Station's premises in late June 2006. The audit report identified no major environmental issues.
- Four minor water emission exceedances were reported to the Environmental Protection Authority (EPA), Victoria during the reporting period; two differential iron exceedances in the cooling water discharge, one pH exceedance in the storm water (i.e. Drain 4) discharge and one nitrate exceedance also in the Drain 4 discharge. All four exceedances were considered extraneous and unlikely to be due to plant processes or spills. No other reportable environmental incidents occurred in this period.
- The Station's current Environment Improvement Plan (EIP) has been active for three years with the majority of the action items completed. Those that have not been completed are either ongoing without a definite completion date or are projects that have been started but which have long term completion dates. A revised EIP has been prepared which has had all the current non-completed action items transferred across to it. The revised EIP has been approved by the Station's Community Liaison Committee members and is currently awaiting final approval from the EPA.
- Progress has been made on all the Energy Action Plan items with further progress on the most significant item i.e. investigate the reduction of excess oxygen levels in the boiler flue, well advanced. Recent maintenance work on the boiler draft system and hot gas passes has seen a measurable improvement in the boiler's efficient. The Station's greenhouse gas emissions are estimated to have reduced by 10kg CO2 equivalent/MWh over the 2004/05 figure as a result of these improvements.
- The Station continued to work on the water management plan developed with the support of City West Water. Works to capture and recycle water treatment plant rinse water were commenced.

### 2006-2007

- NPS's Environmental Management System (EMS) was audited by NCSI in December 2006. The audit found the NPS EMS in full compliance with the requirements of AS/NZS ISO 14001:2004. This audit also included the triennial review of NPS's EMS certification to AS/NZS ISO 14001:2004.
- The continued certification of NPS's EMS to AS/NZS ISO 14001:2004 was approved to 30th November, 2009. The next NCSI audit of the EMS is scheduled for December 2007.

- An EPA approved Facility Auditor conducted a statutory facilities audit of the NPS premises in late June 2006. The final audit report was received in September, 2006 and identified no major environmental issues.
- In addition to the annual NCSI audit, an audit of NPS's EMS by an external environmental consultant was completed July, 2007
- There were no air or water emission exceedances or environmental incidents reported to the Environmental Protection Authority (EPA), Victoria during the reporting period
- The NPS Environment Improvement Plan (EIP) was due for renewal in this reporting period. The new draft EIP was approved by the Community Liaison Committee (CLC) and submitted to the EPA for approval early in the first quarter of 2007. The revised EIP has had all on-going and current non-completed action items transferred to it, together with any new improvement projects.
- The final EIP has been completed and accepted by the CLC and was approved by the EPA in July, 2007.
- Progress continues with the support of City West Water on the NPS Resource Management Plan (previously referred to as Water Management Plan). Many of the water saving and trade waste reduction initiatives have been included in the revised Environment Improvement Plan.

**2007-2008 (Reporting period not yet complete)**

- NPS's Environmental Management System (EMS) was audited by NCSI in December 2007. The audit found the NPS EMS in full compliance with the requirements of AS/NZS ISO 14001:2004.
- An audit of NPS's EMS by an external environmental consultant was conducted in July, 2007. The audit report identified no major environmental issues.
- There have been no air or water emission exceedances or environmental incidents reported to the EPA year-to-date.
- The NPS Environment Improvement Plan (EIP) was approved by the EPA in July, 2007.
- NPS's accredited licence was renewed for a further 5 year period in November 2007.

**Waste Reduction Trends**

- Newport, over the three years 2003-2004 to 2005 -2006 achieved an overall 10% reduction in the solid and liquid waste normally generated on site.
- Waste oil generated was reduced by more than 50% in the three years 2003-2004 to 2005 -2006 from approximately 10,000 litres in to 3,700 Litres.
- The quantity of oily water requiring disposal has been reduced by improved work procedures and the installation of filters before the oil retention pits.

## 2. Jeeralang Power Station (reporting year Jan to Dec)

### 2003

- As a result of identifying PCB contaminated oil seeping from faulty transformer bushings, JPS initiated an extensive investigation to determine the extent of the issue and identify mitigation actions.
  - April 2003 - conducted an extensive survey to physically inspect each transformer bushing and obtain serial numbers as requested by the bushing OEM. These could then be cross referenced against their manufacture history.
  - 10 June 2003, received confirmation from the bushing OEM (Micafil in Switzerland) as to the serial number range that contain PCB oil and expected levels of concentrations in these bushings. A total of 9 bushings on site were identified as contaminated. With the above data, an action plan was formulated to remediate the PCB contamination through a process of removal and replacement of the contaminated bushings over three years.
    - 4th July 2003, placed an order for 4 bushings. (1/2 of the action plan)
    - 11th Dec 2003, received the bushings. Outage for new replacements scheduled for end of March 2004.
- The EPA formally approved JPS's PCB EIP on 27th Nov 2003.
- Two internal environmental incidents occurred during the reporting period; oil leak on turbine floor; and oil sheen found on final weir of Site storm water drain.
- The site EIP was re-negotiated during 2003, as is now referred to as the July 2003 EIP. Within this EIP, previously completed projects were removed, new projects were added, and incomplete projects had their due dates re-assigned.

### 2004

- Replaced PCB contaminated bushings in two main transformers as part of the sites PCB mitigation action plan.
- Commenced a partnership project between the Central Latrobe LandCare Network, West Gippsland Catchment Management Authority and Ecogen Energy toward the implementation of a project that relates to improvements in the ecology of Bennett's Creek.
- An audit by an external environmental consultant was conducted to assess the JPS's compliance against the requirements of the EPA licence and key Victorian environmental legislation, regulations and policies. The audit also included a cursory review of the JPS environmental management system with respect to meeting the requirements of the International Standard AS/NZ ISO14001:1996 Environmental Management Systems – Specification with Guidance for Use. Compliance with the requirements of the EPA licence was generally considered to be good with some improvement opportunities in relation to the reporting of non-compliance events to the EPA.

- On 13th and 14th December 2004, an external environmental consultant conducted a compliance audit of the JPS site operations. JPS is currently awaiting final audit report, and this will be forwarded to the EPA together with an action plan for findings.
- One internal environmental incident occurred during the reporting period; diesel fuel leak on turbine floor.
- A number of the EIP action items targeted for 2004 have been completed.

## 2005

- JPS's Environmental Management System (EMS), Environment Improvement Plan (EIP), and Environmental Audit Plan (EAP) were internally reviewed and updated during mid year as part of the 5 yearly re accreditation review of the station's accredited licence. Two audits of the EMS and station's performance were conducted, one as part of the internal review process, and the second to confirm that the revised EMS met the performance requirements of the accredited licence.
- No air emission or water exceedances were reported to the Environmental Protection Authority (EPA) Victoria over the reporting period.
- No environmental incidents occurred during the reporting period.
- The majority of the EIP action items targeted for 2005 have been completed. All partly completed EIP action items relating to the 2004 year have been completed.
- Mitigation of PCB contaminated bushings was undertaken on unit B3, although issues experienced by the destruction contractor with regard to transport of bushings to their site have resulted in the contaminated bushings still being safely stored at JPS.
- Environmental Objectives and Targets for the year have largely been met or exceeded, indicating a high level of environmental performance and achievement.

## 2006

- JPS's updated Environmental Management System (EMS), Environment Improvement Plan (EIP), and Environmental Audit Plan (EAP) were reviewed by the EPA during the year as part of the 5 yearly re accreditation review process, and approved by the Authority in December of 2006.
- JPS undertook to have its EMS certified to ISO14001 during the year. This involved a preliminary audit in June 2006, and then a certification audit in December 2006.
- No air emission or water exceedances were reported to the EPA over the reporting period.
- Two internal environmental incidents occurred during the reporting period, and after the investigation of root causes, modifications were completed to prevent similar occurrence.

- The majority of the EIP action items targeted for 2006 have been completed.
- Mitigation of PCB contaminated bushings was undertaken, and further work is being undertaken to mitigate additional findings of potential PCB contaminated material.
- Environmental Objectives and Targets for the year have largely been met or exceeded, indicating a high level of environmental performance and achievement.

**2007 (report not submitted to EPA until March 08)**

- ISO14001 Certification of JPS's EMS was confirmed in January 2007.

## II. Dalkia Łódź

### A. Summary of Asset

In April 2006, IFM acquired a 34% stake in Zespół Elektrociepłowni w Łódzki S.A. ("Dalkia Łódź") from a subsidiary of Dalkia S.A. ("Dalkia"), the French energy management and conversion group.

Dalkia Łódź's core business is the generation and distribution of heat in the form of hot water and steam, as well as the generation of electricity. With an installed thermal capacity of 2,560 MW and electrical capacity of 487 MW, Dalkia Łódź is the second largest combined heat and power complex in Poland.

The Company is a single-division enterprise operating three combined heat and power plants (EC-2, EC-3 and EC-4) producing heat and electricity on a cogeneration basis. It also operates a District Heating System distributing heat throughout the City of Łódź which is 130 Km from Warsaw.

### B. Integrated Permit

The IPPC ("Integrated Pollution Prevention and Control") Directive 96/61/EC has introduced a framework requiring EU member states to issue operating permits for certain installations carrying out industrial activities (including power generation).

This Directive imposes a requirement for industrial and agricultural activities with a high pollution potential to have a permit which can only be issued if certain environmental conditions are met, so that the companies themselves bear responsibility for preventing and reducing any pollution they may cause.

In order to receive a permit an industrial or agricultural installation must comply with certain basic obligations (e.g. use all appropriate pollution-prevention measures, the best available techniques, prevent large-scale pollution, use energy efficiently). In addition, the decision to issue a permit must contain a number of specific requirements (e.g. any soil, water and air protection measures, waste management measures)

The permit has been granted under specific conditions in the following area:

- ◆ Operation and use of resources
- ◆ Air protection
- ◆ Wastewater discharge
- ◆ Waste management
- ◆ Noise
- ◆ Monitoring and control
- ◆ Prevention of accidents

On 30.06.2006, Dalkia Łódź was granted an IPPC permit by Wojewoda Łódzki (Local Authority) for 10 years. Each of three installations has its own Integrated Permit (SR.VII-G/6617-2/PZ/28/2006 for EC-2; SR.VII-G/6617-2/PZ/29/2006 for EC-3; SR.VII-G/6617-2/PZ/30/2006 for EC-4).

In addition, the Directive No. 2003/87/WE of the European Parliament and of the Council, establishing a scheme for greenhouse gas emission allowance trading within the Community, was entered into force on October 25, 2003. The CHP Plants of Dalkia Łódź are included in the list of installations covered by the Directive No. 2003/87/WE and the company has a CO2 emission permit.

#### C. Environmental Compliance

As part of the requirements of its permit, Dalkia Łódź monitors, controls and evaluates the operation, the emissions (including noise), and the use of energy, water and raw materials on an ongoing basis. Dalkia Łódź complies with the requirements of its integrated permit and no penalty has been imposed on Dalkia Łódź for not meeting Environmental Protection regulations.