

Background

1. As set forth in the attached letter dated November 29, 2006 from Arthur W. Gruhn, P.E., Chief Engineer for the Bureau of Engineering and Highway Operation of the Connecticut Department of Transportation (“CDOT”) to Anne Bartosewicz, Project Director for CL&P for the Middletown-Norwalk 345-kV Project (“the CDOT Letter”) (see Exhibit 1), CDOT has agreed, subject to certain conditions set forth in said letter, to allow CL&P to: (a) install its 345-kV cable system under Ash Creek using a horizontal directional drill (HDD) method beneath the State Route 130 Bridge and within the roadway pavement limits; (b) attach its 345-kV cable system to the CDOT bridge over Mill River/Southport Harbor; and (c) attach its 345-kV cable system to the CDOT bridge over Sasco Creek.
2. Prior to receipt of the CDOT Letter, CL&P had proposed to construct self-supporting utility bridges at Ash Creek, Mill River/Southport Harbor, and Sasco Creek for purposes of installing the 345-kV cable system at these water crossings. The proposed self-supporting utility bridges at these three water crossings have been the subject of the hearings conducted in this matter on November 20, 21, 27, and 28, 2006. During the course of these hearings, CL&P representatives have testified that CL&P would prefer to utilize the crossing methods outlined in Paragraph 1, but these methods could not be used absent the consent of CDOT. In addition, DEP/OLISP has indicated that use of the open cut construction method at Ash Creek, Mill River/Southport Harbor, and Sasco Creek is not an environmentally acceptable method at these locations. The hearings in this proceeding are scheduled to resume on December 4, 2006.
3. In reliance upon the CDOT Letter, CL&P has agreed to modify its proposed crossing methods for Ash Creek, Mill River/Southport Harbor, and Sasco Creek in accordance with the methods set forth in Paragraph 1. CL&P has submitted plans to DEP/OLISP regarding these revised crossing methods.
4. As set forth in the CDOT Letter, CDOT will be contacting the elected officials in Fairfield and Bridgeport to develop a Memorandum of Understanding (“MOU”) concerning the traffic impacts anticipated as a result of the crossing methods outlined in Paragraph 1. Fairfield and Bridgeport agree to work in good faith with CDOT to reach agreement with CDOT on the terms of the MOU. CL&P agrees that the development of the MOU between CDOT, Fairfield, and Bridgeport does not relieve CL&P of its obligation to coordinate and develop the necessary traffic mitigation plans in conjunction with CDOT, Fairfield, and Bridgeport, as outlined in the CDOT letter.
5. The parties to this stipulation agree to waive their rights under § 22a-3a-6(y) of the Regulations of Connecticut State Agencies to file exceptions to the proposed final decision and to request oral argument on the proposed final decision. The parties to this stipulation further agree to waive any and all of their rights, if any, to appeal the final decision in this matter, including but not limited to their appeal rights under Conn. Gen. Stat. § 22a-34 and Conn. Gen. Stat. 4-183 et seq.

6. CL&P agrees to modify its Development and Management Plan for the Underground Cable Crossings of Watercourses and Railroads dated September 4, 2006 (“CL&P’s Water Crossing D&M Plan”) (Applicants’ Exhibit 11), which was previously filed with the Connecticut Siting Council (“Siting Council”), to reflect the modifications outlined above for the crossings of Ash Creek, Mill River/Southport Harbor, and Sasco Creek. The parties to this stipulation agree not to oppose or raise any objections to the crossing methods outlined in Paragraph 1 before the Siting Council with regard to its review of CL&P’s Water Crossing D&M Plan.

Summary of Facts Regarding the Proposed Crossings of Ash Creek, Mill River/Southport Harbor, and Sasco Creek

The installation of the 345-kV cable system using the methods described below will not result in significant adverse effects to environmental resources, land uses, visual resources, recreation, social factors, navigation, or State coastal resources, uses, or policies. For construction work at all of the crossings, appropriate soil erosion and sediment controls will be implemented, in compliance with the *2002 Connecticut Guidelines for Soil Erosion and Sediment Control*.

I. Ash Creek

1. Ash Creek, which is the tidal outlet of the Rooster River, forms the boundary between Bridgeport and Fairfield. The creek is an estuarine embayment (water quality classification SC/SB) that is characterized by intertidal flats and tidal wetlands. The creek provides prime natural habitat for seed oysters and also supports finfish such as winter flounder, alewife, blueback herring, and American shad.
2. A review of the Fairfield *Shellfish Management Plan* shows that Ash Creek is a designated town Shellfish Resource Area and includes natural public shellfish beds. However, shellfish are prohibited from direct harvest. The nearest state shellfish lease bed is located at the Town of Fairfield / State of Connecticut jurisdiction line, south of the creek’s confluence with Long Island Sound (about 1 mile south of the State Route 130 Bridge).
3. As certificated by the Connecticut Siting Council (“Council”), the planned 345-kV cable route is aligned along State Route 130 (which is referred to as Fairfield Avenue in Bridgeport and as Boston Post Road (a/k/a Post Road) in Fairfield). Accordingly, the cable system must traverse Ash Creek in the immediate vicinity of State Route 130.
4. The State Route 130 Bridge over Ash Creek was originally built in 1910 as a reinforced concrete arch structure on reinforced concrete stub abutments, supported on timber piles. CDOT has indicated that it would not allow attachment of the 345-kV cable system to this bridge.

5. Ash Creek is at its narrowest (approximately 80 feet) at the State Route 130 Bridge due to fill, possibly associated with the historical bridge and roadway construction. Farther to the north, the creek widens into a broad meander before turning northeast and narrowing into a channel. In the tidal area below the State Route 130 Bridge, Ash Creek widens to more than 800 feet and includes broad reaches of tidal mud flats. Beaches border the creek's confluence with Long Island Sound. There is no designated Federal Navigation Channel at this site.
6. In the vicinity of Ash Creek, State Route 130 consists of two travel lanes in each direction.
7. Along State Route 130 near the Ash Creek Bridge, land uses are dominated by urban commercial development, including office buildings, restaurants, and retail activities.
8. The cable system will be installed beneath Ash Creek using HDD. The planned drill path will be beneath the State Route 130 bridge. Two separate HDDs will be performed – one for each of the cable circuits.
9. The required use of staging areas within State Route 130 and the resultant long-term traffic lane closures will have the potential to increase traffic congestion during peak travel periods and to hinder access to local businesses. Bridgeport and Fairfield acknowledge this potential impact and concur that it is acceptable, given the long-term benefits of installing the cable system using HDD rather than alternative methods. To mitigate this effect to the extent possible, CL&P will:
 - Develop a traffic mitigation plan in consultation with Bridgeport, Fairfield, and CDOT; and
 - Provide necessary traffic mitigation during construction.
10. Using the HDD method, the installation of the cable system will not result in adverse effects on coastal flooding, water circulation patterns, drainage patterns, shore erosion or accretion, recreation, or visual quality. Likewise, the use of the HDD method is not expected to result in adverse environmental effects to water quality, freshwater or tidal wetlands, shellfish resources, finfish resources, submerged aquatic vegetation, intertidal flats, wildlife resources, or threatened/endangered species.
11. The cable system will be installed well below the bed of the creek and will not affect existing or future use of the creek for recreation or navigational purposes.
12. The installation and subsequent operation of the cable system across Ash Creek will not adversely affect coastal resources, coastal uses, or coastal policies. The cable system will not affect Fairfield's public access easement, located on the west side of the creek north

of the State Route 130 Bridge, but there may be temporary limitations on use of the easement during construction for purposes of public safety .

II. Mill River

1. The tidally-influenced Mill River, which has a water quality classification of SB/SA, drains into Southport Harbor. The river provides habitat for finfish such as alewife and blueback herring. There are no shellfish resources in the immediate vicinity. The nearest shellfish lease area is located in Long Island Sound, approximately 1.5 miles to the south.
2. The proposed 345-kV cable crossing of the Mill River is located along the Boston Post Road (U.S. Route 1) in the Town of Fairfield. At this location, the river is approximately 82 feet wide. There are no tidal wetlands in the immediate vicinity of the crossing, and vegetation adjacent to the river is comprised predominantly of upland forest and shrub species.
3. Land uses along the Boston Post Road in the vicinity of the Mill River consist primarily of a mix of industrial, former industrial, and commercial / office uses. Past industrial practices, including activities at the former Exide Battery site (which was located on the east side of the river, north of the Boston Post Road), have resulted in contamination (e.g., heavy metals such as lead and hexavalent chromium) in the sediments of the Mill River. Although remediation of the Exide Battery site has been performed, some contamination also remains in upland areas.
4. The cable system will be installed across the Mill River in conduit pipes (ducts) that will be hung on the underside of the Boston Post Road Bridge that spans the river. Two sets of pipes (one for each set of 345-kV circuits) will be installed - one beneath either side of the bridge. The separate pipes are designed to allow the cable system to remain operational, should CDOT have to conduct extensive maintenance on or replace a portion of the bridge in the future.
5. To install the cable system across the Mill River, conventional duct bank trenching will be performed within the Boston Post Road up to the Mill River Bridge. At the bridge, the excavation for the duct bank will continue through the bridge abutment, allowing access to the underside of the bridge where the conduit will be hung.
6. During the construction of the cable system across the Mill River Bridge, the Companies will implement appropriate measures to mitigate potential effects on traffic.
7. Using the "on bridge" method at Mill River, the construction of the cable system will not result in adverse effects on coastal flooding, water circulation patterns, drainage patterns, shore erosion or accretion, recreation, visual quality, water quality, freshwater or tidal wetlands, shellfish resources, finfish resources, submerged aquatic vegetation, intertidal flats, wildlife resources, land use, or threatened/endangered species.

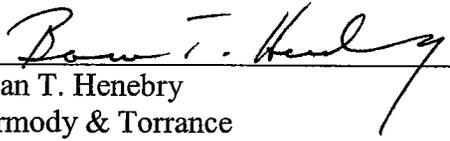
8. The “on bridge” method also will avoid the potential for disturbance to contaminated sediments in the river and for contaminant migration that could be a concern associated with subsurface cable installation methods. This method also will avoid potential conflicts with the continued remediation of upland portions of the former Exide Battery site.
9. The installation and operation of the cable system across the Mill River will not adversely affect coastal resources, coastal uses, or coastal policies.

III. Sasco Creek

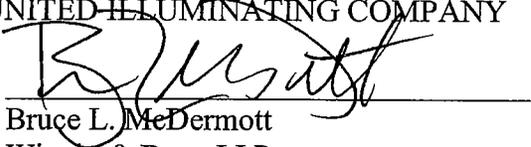
1. The 345-kV cable crossing of Sasco Creek is located along U.S. Route 1 (Boston Post Road), which is immediately south of and abuts Bulkley Pond. Sasco Creek constitutes the boundary between the Town of Westport and Fairfield.
2. Sasco Creek is tidal downstream of Bulkley Pond, which is formed by a dam located immediately north of the Boston Post Road. South of this dam, the creek is classified as an estuarine embayment (water quality classification SB/SA). The creek supports habitat for fisheries such as winter flounder, alewife, blueback herring, and American shad.
3. There are no shellfish resources in the immediate vicinity of the cable crossing. The closest shellfish lease area is located within Long Island Sound, approximately 1.4 miles to the south.
4. North of the Boston Post Road, the creek is bordered by a former mill (now retail shops) and wooded areas along Bulkley Pond. To the south of the Boston Post Road, the creek narrows to approximately 70 feet wide and is characterized by a stony streambed located within a narrow, wooded riparian corridor. Land uses on either side of this corridor consist of a shopping center (Westport) and office building (Fairfield).
5. The cable system will be installed across the Sasco Creek in conduit pipes (ducts) that will be hung on the underside of the Boston Post Road Bridge that spans the river. Two sets of pipes (one for each set of 345-kV circuits) will be installed - one beneath either side of the bridge. The separate pipes are designed to allow the cable system to remain operational, should CDOT have to conduct extensive maintenance on or replace a portion of the bridge in the future.
6. To install the cable system across Sasco Creek, conventional duct bank trenching will be performed within the Boston Post Road up to the Sasco Creek Bridge. At the bridge, the excavation for the duct bank will continue through the bridge abutment, allowing access to the underside of the bridge where the conduit will be hung.
7. During the construction of the cable system underneath the Sasco Creek Bridge, the Companies will implement appropriate measures to mitigate potential effects on traffic.

8. Using the "on bridge" method at Sasco Creek, the construction of the cable system will not result in adverse effects on coastal flooding, water circulation patterns, drainage patterns, shore erosion or accretion, recreation, visual quality, water quality, freshwater or tidal wetlands, shellfish resources, finfish resources, submerged aquatic vegetation, intertidal flats, wildlife resources, land use, or threatened/endangered species.
9. The installation and operation of the cable system across Sasco Creek will not adversely affect coastal resources, coastal uses, or coastal policies.

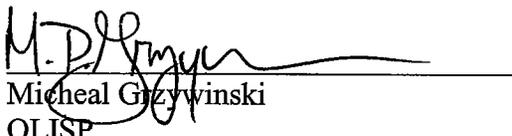
THE CONNECTICUT LIGHT AND POWER COMPANY

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THE UNITED ILLUMINATING COMPANY

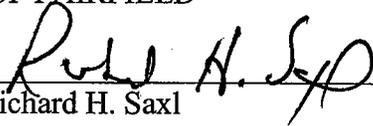
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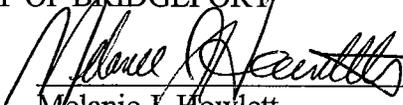
TOWN OF FAIRFIELD

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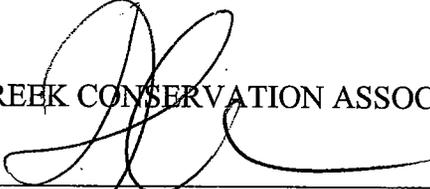
CITY OF BRIDGEPORT

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ASH CREEK CONSERVATION ASSOCIATION, INC.

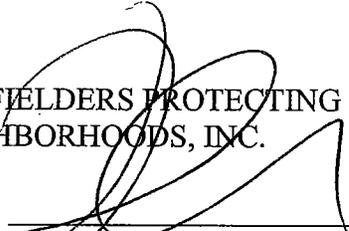
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FAIRFIELDERS PROTECTING LAND AND
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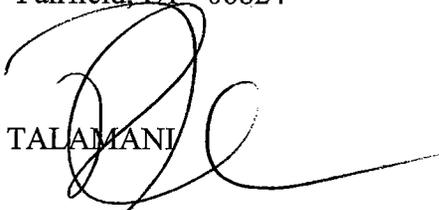
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CERTIFICATION

This is to certify that on December 4, 2006, copies of this document were hand-delivered to:

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And a copy was mailed on this same date to:

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Phone: November 29, 2006

Ms. Anne Bartosewicz
Project Director
Northeast Utilities Services Company
107 Selden Street
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Dear Ms. Bartosewicz:

Subject: 345 kV Transmission Lines
Route 130 - Fairfield - Bridgeport
Ash Creek/Mill River/ Sasco Creek Bridges

The Department of Transportation ("Department") has been continuing its review of the various Northeast Utilities and United Illuminating Company (the "Utilities") proposals for river crossings along Route 130 in Fairfield and Bridgeport. Based on the information received from the Utilities and the testimony that has been provided to date at the permit hearings, the Department will consider the following crossing method (utility bridges would be acceptable but do not appear to be in the public interest) to be acceptable at the locations listed:

Ash Creek - two crossing methods would be acceptable to the Department at this location. The preferred option, due to its limited impact on the transportation system, would be an open cut crossing of the waterway if it were found to be environmentally acceptable by the regulatory agencies. Such a crossing should be constructed a minimum of 25 feet from the existing structure and wing walls to allow sufficient area for future rehabilitation and/or reconstruction of the bridge structure.

The second acceptable crossing method would be horizontal directional drilling (HDD) beneath the structure, within the roadway pavement limits. This method would require long term closures of two lanes of Route 130 and would, therefore, have potential traffic impacts during peak travel periods. In addition, the long term closures may have an adverse economic impact on businesses in and adjacent to the construction area. Due to the concerns for transportation system operations and community impact, the following conditions would be required prior to proceeding with the HDD options:

- The Utilities would be required to provide a traffic mitigation plan acceptable to the communities involved and the Department. The Department will work with the Utilities and community officials to develop an acceptable plan.

- The Utilities will provide the necessary traffic mitigation and coordination with the Department and the communities at the Utilities expense.

- Any additional costs incurred by the Department during future rehabilitation or reconstruction of the Ash Creek Bridge as a result of the presence of the 345 kV transmission lines beneath the structure will be borne by the Utilities in accordance with the encroachment agreement.

- The Utilities, at their expense, will provide the Department with the necessary engineering, plans, and specifications to assure the protection of their facilities during any future rehabilitation or reconstruction of the bridge.

Mill River – due to the environmental concerns raised as a result of contamination of the Mill River sediments by others, it appears that it would be in the public's interest to attach the 345 kV lines to the existing structure. If this option were to be pursued by the Utilities, the following must be provided to the Department and to the Town of Fairfield (Town):

- Complete engineering plans for the attachments to the structure, manhole locations, and other related facilities.

- Traffic mitigation plans acceptable to the Town and the Department, with all traffic mitigation costs and coordination to be provided by the Utilities at their expense.

Sasco Creek – the preferred option at this location to avoid transportation operational impacts would an open cut across the waterway if it were found to be environmentally acceptable to the permitting agencies. If it is determined that the environmental impacts would prohibit the issuance of a permit, the Department would permit the 345 kV transmission lines to be attached to the structure. The same conditions listed for a bridge attachment at Mill River would apply at this location.

As indicated above, the Department will consider attachment of the 345 kV transmission lines to the Sasco Creek and Mill River Bridges due to the environmental issues at these two sites. Attachment to any other DOT structure will not be considered unless site conditions at those locations would preclude other construction methodologies from being utilized.

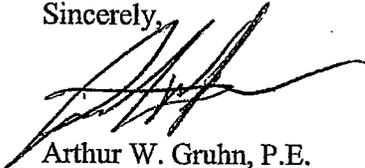
In addition, if the attachment alternative is utilized, it will be necessary to amend the existing Encroachment Agreement to address the issues related to this additional encroachment at the three bridge structures addressed in this letter. My staff will be preparing the Encroachment Agreement amendment and will be forwarding it to you as soon as the draft is prepared.

The Department remains to be committed to work with the Utilities, the communities, the Department of Environmental Protection and the Connecticut Siting Council to facilitate the installation of the 345 kV transmission line while maintaining the integrity of the state's transportation system. To that end, the Department will be contacting the elected officials in Fairfield and Bridgeport to develop a Memorandum of Understanding (MOU) concerning the anticipated traffic impacts as a result of the methods outlined above. The development of this MOU between the communities and the Department does not relieve the Utilities of their obligation to coordinate and develop the necessary traffic mitigation plans with the communities and the department

Upon receipt of the engineering drawings, construction methodology, and traffic mitigation plans for the selected crossing options from the Utilities, the Department will provide an expedited review of the submissions. No construction activity may be undertaken at any of the above bridge locations until such time as the plans and specifications for the work are reviewed and approved by the Department, and the Encroachment Agreement amendment is signed by the Utilities and the Department.

Please continue to keep the Department apprised of the methods the Utilities select for each of the crossings, as well as any meetings with the communities to develop the traffic mitigation plans for the selected construction methodology. If you have any questions regarding these matters, please contact Mr. Joseph Obara at 860-594-3254 or Mr. Sohrab Afrazi at 860-594-3262.

Sincerely,



Arthur W. Gruhn, P.E.
Chief Engineer
Bureau of Engineering and
Highway Operations

cc: The Honorable John M. Fabrizi
The Honorable Kenneth A. Flatto
Ms. Gina McCarthy, Department of Environmental Protection
Ms. Jean Dellamarggio, DEP Hearing Officer
Mr. Derek Phelps, Connecticut Siting Council
The Honorable Bill Finch, State Senator, 22nd District
The Honorable Edwin A. Gomes, State Senator, 23rd District
The Honorable John McKinney, State Senator, 28th District
The Honorable Charles Clemons, State Representative, 124th District

The Honorable Christopher L. Caruso, State Representative, 126th District
The Honorable John F. Hennessy, State Representative, 127th District
The Honorable Lydia N. Martinez, State Representative, 128th District
The Honorable Robert T. Keeley, State Representative, 129th District
The Honorable Felipe Reinoso, State Representative, 130th District
The Honorable Thomas Drew, State Representative, 132nd District
The Honorable Catherine Tymniak, State Representative, 133rd District
The Honorable Jack Stone, State Representative, 134th District
Mr. Jim Muntz, Northeast Utilities ✓