



3

The Commonwealth of Massachusetts
DEPARTMENT OF
TELECOMMUNICATIONS AND ENERGY

NOTICE OF FILING AND PUBLIC HEARING

D.T.E. 02-34

2002 MAY 30 AID: 17
OFFICE OF THE CITY CLERK
CAMBRIDGE, MASSACHUSETTS
May 22, 2002

Petition of Canal Electric Company, Cambridge Electric Light Company, and Commonwealth Electric Company for approval to divest ownership interest in Seabrook Nuclear Power Station pursuant to G.L. c. 164, §§ 1A, 1G, 76, 94, 94A and 94B and for findings under Section 32(c) of the Public Utility Holding Company Act of 1935

On May 17, 2002, Canal Electric Company ("Canal"), Cambridge Electric Light Company ("Cambridge"), and Commonwealth Electric Company ("Commonwealth") (collectively, "the Companies"), filed a petition with the Department of Telecommunications and Energy ("Department"), pursuant to G.L. c. 164, §§ 1A, 1G, 76, 94, 94A, and 94B for the following: (1) approval of the sale of Canal's interest in Seabrook Nuclear Power Station ("Station"), an operational 1,161-megawatt nuclear generating unit located in Seabrook, New Hampshire, to FPL Energy Seabrook, LLC ("FPLE Seabrook"); (2) approval of the Ninth Amendment to Power Contract by and between Canal, Cambridge, and Commonwealth, which provides for Cambridge and Commonwealth's buyout of any and all obligations with respect to purchasing Station-generated power from Canal ("Buyout Agreement"); and (3) findings concerning the divested assets as eligible facilities for exempt wholesale generator status under Section 32(c) of the Public Utility Holding Company Act of 1935, codified as 15 U.S.C. § 79z-5a ("PUHCA").

Canal has an approximate 3.52 percent ownership interest in the Station. All but three of the Station's joint owners offered their combined 88.23 percent interest in the Station for sale in a public auction. FPLE Seabrook entered the winning bid. Canal and the other selling owners entered into purchase and sale agreements with FPLE Seabrook to sell their ownership interests for \$836.6 million, subject to certain adjustments at closing. The Companies are not seeking to adjust to any transition charges related to the sale in this proceeding.

The Department will hold a public hearing to receive comments on the Companies' petition. The hearing will take place on Wednesday, June 12, 2002, at 10:00 a.m. at the

Department's offices, One South Station, 2nd Floor, Boston, Massachusetts 02110. A procedural conference will follow immediately thereafter.

The Companies' petition may be inspected at the offices of the Department, Monday through Friday, between the hours of 9:00 a.m. and 5:00 p.m. A copy of the petition may also be inspected at the offices of NSTAR Electric, Prudential Tower, 800 Boylston Street, Boston, MA 02199 (contact David S. Rosenzweig, Esq. (617) 951-1400).

Any person who desires to file written comments or to participate otherwise in this proceeding shall submit an original and three (3) copies of such written comments, or petition for leave to intervene in the proceeding with Mary L. Cottrell, Secretary, Department of Telecommunications and Energy, One South Station, Boston, Massachusetts 02110, no later than the close of business (5:00 p.m.) on Monday, June 10, 2002. A petition for leave to intervene must satisfy the timing and substantive requirements of 220 C.M.R. § 1.03. Receipt by the Department, not mailing, constitutes filing and determines whether a petition has been timely filed. A petition filed late may be disallowed as untimely, unless good cause is shown for waiver under 220 C.M.R. § 1.01(4). To be allowed, a petition under 220 C.M.R. § 1.03(1) must satisfy the standing requirements of G.L. c. 30A, § 10.

All written pleadings, comments, or petitions to intervene must also be submitted to the Department in electronic format using one of the following methods: (1) by e-mail attachment to dte.efiling@state.ma.us and Jesse.Reyes@state.ma.us; or (2) on a 3.5" disk, IBM-compatible format. The text of the e-mail or the disk label must specify: (1) the docket number of the proceeding, D.T.E. 02-34; (2) name of the person or company submitting the filing; and (3) a brief descriptive title of the document. The electronic filing should also include the name, title and phone number of a person to contact in the event of questions about the filing. Text responses should be written in either Word Perfect (naming the document with a ".wpd" suffix), in Microsoft Word, (naming the document with a ".doc" suffix) or as an Adobe PDF file (naming the document with a ".pdf" suffix). Data or spreadsheet responses should be compatible with Microsoft Excel. All comments submitted in electronic format will be posted on the Department's web site: <http://www.mass.gov/dpu>.

Any person desiring further information regarding this notice may contact: Jesse S. Reyes, Hearing Officer, Department of Telecommunications and Energy, One South Station, Boston, Massachusetts 02110, tel. (617) 305-3500.

S-187

Consent Communication #3

A communication was received from Department of Telecommunications and Energy, regarding a public hearing on Wednesday, June 12, 2002 on the petition of Canal Electric Company, Cambridge Electric Light Company, and Commonwealth Electric Company for approval to divest ownership interest in Seabrook Nuclear Power Station.

In City Council June 10, 2002

**REFERRED TO THE CITY
MANAGER.**