STATE OF VERMONT
PUBLIC SERVICE BOARD

Docket No. 7508

Petition of Georgia Mountain Community Wind, LLC	)
for an Amended Certificate of Public Good, pursuant to	)
30 V.S.A. § 248, authorizing the construction and	)
operation of a 3 to 5-turbine, 7.5 to 12 MW wind	)
generation facility, with associated electric and	)
interconnection facilities, on Georgia Mountain in the	)
Towns of Milton and Georgia, Vermont, to be known as	)
the "Georgia Mountain Community Wind Project"	)

Entered: 11/9/2012

AMENDED CERTIFICATE OF PUBLIC GOOD ISSUED PURSUANT TO 30 V.S.A § 248

IT IS HEREBY CERTIFIED that the Public Service Board of the State of Vermont ("Board") this day found and adjudged that the construction of the proposed Georgia Mountain Community Wind Project (the "Project") will promote the general good of the State of Vermont, and an Amended Certificate of Public Good is hereby issued to Georgia Mountain Community Wind, LLC ("GMCW"), subject to the following conditions:

1. Construction, operation and maintenance of the Project shall be in accordance with the findings and requirements set forth in the Order.

2. GMCW shall incorporate into the proposed Project design an appropriate set-back distance from adjacent property lines. The Board will conduct additional proceedings to determine an appropriate set-back distance from the turbines to the adjacent property lines.

3. GMCW shall enter into long-term stably priced power purchase agreement(s) with a Vermont utility or utilities for a substantial portion of the Project's output. GMCW shall file copies of such contracts with the Board and may not commence construction until the Board has determined that the contracts satisfy this condition. If an agreement between GMCW and the utilities cannot be reached after conducting negotiations in good faith, GMCW may file a statement with the Board explaining why it cannot reach an agreement and why the Board should

modify or remove this requirement. GMCW must provide the Board and parties with an update of the status of negotiations with Vermont utilities 90 days after the date of this Order.

4. GMCW shall file for Board approval design-detail plans for major project components, including access roads, collector lines, turbines, and the step-up substation. Parties will have three weeks, from the date each set of plans is filed with the Board, to comment on the plans. GMCW cannot commence construction until the plan is approved.

5. When filing final design plans, GMCW shall identify how the design and construction of the Project will ensure that there will be no adverse impact to headwater resources. The Board's review of the final design plans will include consideration of how the project design and construction specifications avoid adverse impacts to headwater resources. In addition, GMCW must demonstrate that, to the extent possible, the transmission line and clearing zone are located within the pre-existing VASA trail corridor. If GMCW cannot locate the transmission line and clearing zone within the corridor, it must explain why it cannot meet this requirement.

6. GMCW shall file a Transportation Plan for Board review and approval. The Transportation Plan shall incorporate: (a) provisions for emergency vehicle passage; (b) specific transportation plans with Milton officials, including scheduling for oversized loads; and (c) plans for employing sheriffs or other trained traffic-control personnel to manage traffic flow, as necessary, during the delivery of oversized loads. The Project shall not utilize North Road for access to the Project site. GMCW shall not exceed the turbine manufacturers' or the Milton Fire Department's limitations for road gradients. Parties will have three weeks, from the date this plan is filed with the Board, to comment on the plan. GMCW cannot commence construction until the plan is approved.

7. GMCW shall obtain written confirmation from the Milton Fire Department that the Project area will be adequately served with fire-fighting coverage. GMCW cannot commence construction until it has provided this confirmation.

8. GMCW shall obtain all required highway crossing permits and oversized- and overweight-vehicle permits. GMCW cannot commence construction until it has received the necessary permits.

9. GMCW must gate access roads to the Project area and post signs to warn and discourage snowmobilers from entering dangerous areas.

10. GMCW shall file, for Board approval, an operating protocol that would shut down the turbines during icing conditions. Parties will have three weeks, from the date the operating protocol is filed with the Board, to comment on the operating protocol. GMCW cannot commence operations until the protocol is approved.

11. GMCW shall determine whether the Project requires alterations or upgrades to any public roads or other public facilities to accommodate the turbines chosen for the Project. If any improvements are required, GMCW shall obtain all necessary permits prior to construction and pay all costs associated with such improvements. GMCW cannot commence construction until it has made such a determination and received any necessary permits.

12. GMCW shall file a Decommissioning Plan (the "Plan") for Board approval. The Plan shall include a detailed estimate of the projected decommissioning costs along with certification that the cost estimate was prepared by a person(s) with appropriate knowledge and experience in wind generation projects and cost estimating. The Plan may allow GMCW to contribute to the Decommissioning Fund (the "Fund") as the construction process proceeds such that the funding level is commensurate with the costs of removing infrastructure in place. The amount of the Fund may not net out the projected salvage value of the infrastructure. The Plan shall include a copy of the Letter of Credit to be posted by GMCW to secure the full amount of the Fund, and demonstrate that the Fund will be managed independently and be creditor- and bankruptcy-remote in the event of GMCW's insolvency or business failure. The Letter of Credit shall be issued by an A-rated financial institution, shall name the Board as the designated beneficiary, and shall be an "irrevocable standby" letter that includes an auto-extension provision (i.e. "evergreen clause"). Parties will have three weeks, from the date this Plan is filed with the Board, to comment on the Plan. GMCW cannot commence construction until the Plan is approved.

13. GMCW shall file a blasting plan, similar to the one approved in Docket 7156 (Petition of UPC Wind), for Board approval. The blasting plan shall include the following conditions: (a) GMCW shall conduct a survey prior to any rock blasting utilizing a geotechnical engineering firm; (b) GMCW shall notify landowners within an appropriate radius of the Project in advance

of any rock blasting; (c) GMCW shall limit blasting activities to between 9:00 AM and 5:00 PM Monday through Friday, and blasting activities shall not be permitted on state or federal holidays; (d) GMCW shall hire only licenced and certified blasting technicians, who shall be required to carry adequate insurance and meet all local, state, and national regulations and requirements, including those established by the Vermont Department of Public Safety; and (e) GMCW shall also require in its contracts that noise and air blast effects will be limited through application of proper techniques and that blasting mats be used where needed to limit the occurrence of flyrock and dust migration. In addition, the blasting plan shall provide an explanation of why notification of residences within a half-mile radius of the Project is sufficient and identify on a map the residences that would receive such notice. Parties will have three weeks, from the date this plan is filed with the Board, to comment on the plan. GMCW cannot commence construction until the plan is approved.

14. GMCW shall file a plan for Board approval identifying necessary actions to reduce dust from vehicle traffic and rock crushing during construction. Parties will have three weeks, from the date this plan is filed with the Board, to comment on the plan. GMCW cannot commence construction until the plan is approved.

15. Construction activities shall only occur between 7:00 AM to 5:00 PM, Monday through Saturday, and shall cease on Sundays and federal and state holidays. For the limited purpose of erecting and assembling the four wind turbines, and conducting internal work within the four turbines and within the SCADA structure, GMCW shall be permitted to extend construction hours through December 31, 2012, as follows: (i) until 8:30 PM Monday through Saturday; and (ii) on an as-needed basis only, from 7:00 AM to 5:00 PM on Sundays. If Sunday work is necessary, GMCW shall make reasonable efforts to minimize truck traffic on Ted Road, including, but not limited to car-pooling and scheduling to avoid multiple trips. GMCW shall notify Neighbor-Intervenors no less than 12 hours prior of its intent to use a Sunday work day. GMCW shall also notify Neighbors, when feasible, of the need to work past 5:00 PM on any given Monday through Saturday work day.

16. To the extent that GMCW utilizes water for dust control, GMCW must truck in water from an appropriate off-site source.

17. During construction, GMCW shall employ appropriate soil erosion control measures to avoid short-term impacts to Wetland #22 and shall avoid adversely impacting the Wetland #34 area by (1) utilizing timber swamp mats to create a sixteen-foot-wide access drive to each pole location; (2) utilizing large tire, all terrain style vehicles; (3) mulching any soil disturbances with weed-free straw immediately upon removal of the swamp mats; and (4) removing and disposing of any soils, displaced by pole holes, outside of the wetland area.

18. During construction, GMCW shall utilize swamp mats to avoid any adverse impacts from construction where the Project's transmission line crosses the ephemeral stream within Wetland #15.

19. GMCW shall retain all stormwater features associated with construction throughout the Project's life.

20. GMCW shall file, for Board approval, a plan that includes pre- and post-construction monitoring of residential wells within an appropriate radius of the Project. The plan must identify the measures that GMCW will take to remediate any damage to residential wells. Parties will have three weeks, from the date this plan is filed with the Board, to comment on the plan. GMCW cannot commence construction until the plan is approved.

21. GMCW shall maintain the integrity of Ted Road during the construction and operation of the Project.

22. If hazardous materials are generated during the construction or operation of the project, GMCW shall store and dispose of any such materials in accordance with local and state hazardous waste laws and consider whether the Project requires an Environmental Protection Agency ("EPA") Small Quantity Hazardous Waste License.

23. GMCW shall construct and operate the Project so that it emits no prominent discrete tones pursuant to American National Standards Institute (ANSI) standards at the receptor locations; and Project- related sound levels at any existing surrounding residences do not exceed 45 dBA(exterior)(Leq)(1 hr) or 30 dBA (interior bedrooms)(Leq)(1 hr).

24. In the event noise from operation of the Project exceeds the maximum allowable levels, the Petitioner shall take all remedial steps necessary to bring the sound levels produced by the

turbine(s) into compliance with allowable levels, including modification or cessation of turbine(s) operation.

25. GMCW shall submit, for Board approval, a noise monitoring plan to be implemented during the first full year of operation. The plan shall establish a monitoring program to confirm under a variety of seasonal and climatic conditions compliance with the maximum allowable sound levels described above. Parties will have three weeks, from the date this plan is filed with the Board, to comment on the plan. GMCW cannot commence operations until the plan is approved.

26. GMCW shall file a proposal, for Board approval, for conserving the Project area as required in the section of this Order addressing rare and irreplaceable natural areas. Parties will have three weeks, from the date this plan is filed with the Board, to comment on the plan. GMCW cannot commence construction until the plan is approved.

27. GMCW shall develop a monitoring and control plan for non-native invasive species, for Board approval. The plan shall cover a ten-year period, but should also be adaptable in terms of whether invasive species have been identified within a given time period following construction. Parties will have three weeks, from the date this plan is filed with the Board, to comment on the plan. GMCW cannot commence construction until the plan is approved.

28. GMCW shall file, for Board approval, a plan to incorporate adjustments to the Project's operations to minimize bat fatalities. Parties will have three weeks, from the date this plan is filed with the Board, to comment on the plan. GMCW cannot commence operations until the plan is approved.

29. GMCW shall file a plan, for Board approval, that studies the impact of the Project on bat mortality. The plan must include two years of bat fatality monitoring studies. GMCW shall also propose, for Board approval, a third-party with the necessary experience to conduct the study. GMCW must also grant the Vermont Agency of Natural Resources ("ANR") permission to access the Project area during the post-construction monitoring, hand over all bat carcasses to ANR for species verification and research, and prepare and make the results of post-construction monitoring studies available to ANR within 90 days of the end of data collection. Parties will

have three weeks, from the date this plan is filed with the Board, to comment on the plan. GMCW cannot commence operations until the plan is approved.

30. In order to monitor the effect of the Project on the small-footed bat, GMCW shall conduct three years of post-construction mortality studies, during the period June 1 through July 31. GMCW shall file a mortality study plan for Board approval, such plan should be consistent with the requirements of the general bat mortality plan. Parties will have three weeks, from the date this plan is filed with the Board, to comment on the plan. GMCW cannot commence operations until the plan is approved.

31. GMCW shall file a proposed bird mortality plan for approval by the Board. The plan must include two years of post-construction bird mortality monitoring. Parties will have three weeks, from the date this plan is filed with the Board, to comment on the plan. GMCW cannot commence operations until the plan is approved.

32. After construction is complete, GMCW must reclaim and restore any Project areas that are disturbed during construction and are not required to remain in place for Project operations.

This Certificate of Public Good shall not be transferred without prior approval of the Board.

Dated at Montpelier, Vermont, this 9th day of November, 2012.

s/James Volz)	PUBLIC SERVICE
)	
)	BOARD
s/David C. Coen)	
)	OF VERMONT
)	
s/John D. Burke)	

OFFICE OF THE CLERK

FILED: November 9, 2012

ATTEST: s/Susan M. Hudson
Clerk of the Board

NOTICE TO READERS: This decision is subject to revision of technical errors. Readers are requested to notify the Clerk of the Board (by e-mail, telephone, or in writing) of any apparent errors, in order that any necessary corrections may be made. (E-mail address: psb.clerk@state.vt.us)