



gas | electric | steam | telecom

Commissioners:
Neil J. Moriarty, Jr.
Francis J. Hoey, III
Robert H. Griffin

Manager:
James M. Lavelle

February 25, 2005

Ms. Magalie Roman Salas, Secretary
Federal Energy Regulatory Commission
888 First Street, N.E.
Washington, DC 20426

Re: The City of Holyoke Gas & Electric Department
Holyoke Project, FERC No. 2004
Amendment to Settlement Agreement

Dear Ms. Salas:

On March 12, 2004, the City of Holyoke Gas & Electric Department ("HG&E") filed an uncontested comprehensive Settlement Agreement resolving all pending issues relating to the relicensing of Project No. 2004 ("Settlement"). As stated in Section 6.1 of the Settlement, the parties contemplated that the Commission would issue an order approving the Settlement on or before March 1, 2005, and provided that if such an order were not issued by the March 1st date, the Settlement would be null and void. However, as explained in Section 2.4 of the Settlement, the parties also requested that the Commission not act until a new Biological Opinion ("BO") was issued by U.S. Department of Commerce, National Oceanic & Atmospheric Administration, National Marine Fisheries Service ("NOAA Fisheries"). On January 27, 2005, NOAA Fisheries issued the new BO for Project No. 2004; HG&E received its copy of the new BO on January 31, 2005.

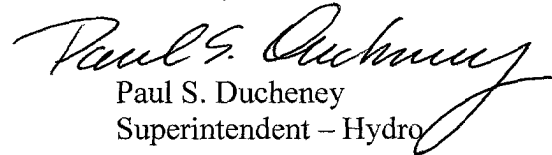
In order to preserve the Settlement during the BO review process and to provide adequate time for the Commission to respond to the notification to be filed under the Settlement, the parties have agreed to amend Section 6.1 of the Settlement to extend the March 1, 2005, date therein to December 31, 2005. Enclosed herewith for filing as a supplement to the March 2004 Settlement filing is an Amendment to the Settlement executed by HG&E and some of the other parties. HG&E will file the additional signature pages when received.

Ms. Magalie Roman Salas, Secretary
Holyoke Project, No. 2004

February 25, 2005
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If there are any questions concerning this matter, please contact the undersigned.

Sincerely,


Paul S. Ducheneay
Superintendent – Hydro

Enclosure

cc: A. Creamer (FERC) (w/ encl.)

D. Desmond (MADEP) (w/ encl.)
R. Kubit (MADEP) (w/ encl.)
C. Slater (MADFW) (w/ encl.)
J. Warner (USFWS) (w/ encl.)
C. Lynch (NOAA) (w/ encl.)
P. Scida (NOAA Fisheries) (w/ encl.)
D. Pugh (TU) (w/ encl.)
A. Donlon (CRWC) (w/ encl.)
P. Vinchesi (South Hadley) (w/ encl.)

J. Lavelle, HG&E (w/ encl.)
N. Skancke, GKRSE (w/ encl.)

**HOLYOKE GAS & ELECTRIC DEPARTMENT
PROJECT NO. 2004
AMENDMENT TO SETTLEMENT AGREEMENT**

Holyoke Gas & Electric Department ("HG&E") and the other parties signing below (jointly referred to herein as "Parties") entered into a Settlement Agreement dated March 1, 2004 ("Settlement") with respect to the Holyoke Project (FERC No. 2004) and filed that Settlement with the Federal Energy Regulatory Commission ("FERC") pursuant to Rule 602 of the Commission's Rules of Practice and Procedure (18 C.F.R. § 385.602). As stated in Section 6.1 of the Settlement, the Parties contemplated that the Commission would issue an Order Approving the Settlement on or before March 1, 2005, and provided that if such an order were not issued by the March 1st date, the Settlement would be null and void.

However, as explained in Section 2.4 of the Settlement, the Parties also requested that the Commission not act until a new Biological Opinion ("BO") was issued by U.S. Department of Commerce, National Oceanic & Atmospheric Administration, National Marine Fisheries Service ("NOAA Fisheries"). Section 2.4 of the Settlement sets forth the process by which HG&E would consult with the Parties and then notify the Commission whether they believed the BO was consistent with the Settlement as previously filed, or the Settlement needed to be reopened. As further set forth in Section 2.4 of the Settlement, HG&E will provide that notification to the Commission within 45 days of its receipt of the new BO.

On January 27, 2005, NOAA Fisheries issued the new BO for Project No. 2004; HG&E received its copy of the new BO on January 31, 2005. Accordingly, HG&E will make its notice to the Commission pursuant to Section 2.4 of the Settlement on or before March 17, 2005.

In order to preserve the Settlement during the BO review process and to provide adequate time for the Commission to respond to the notification to be filed under Section 2.4 of the Settlement, the Parties hereby agree to amend Section 6.1 of the Settlement to extend the March 1, 2005, date therein to December 31, 2005.

This Amendment may be executed in one or more counterparts, all of which shall be considered one and the same agreement. Each signatory to this Amendment hereby certifies that he or she is authorized to sign on behalf of the stated Party.

Agreed and accepted to by Holyoke Gas & Electric Department,

By James M. Savell

Dated: 2/23/05

Agreed and accepted to by U.S. Department of the Interior,
through the U.S. Fish and Wildlife Service

By _____

Dated: _____

Agreed and accepted to by U.S. Department of Commerce,
National Oceanic and Atmospheric Administration, National Marine Fisheries Service,

By _____

Dated: _____

Agreed and accepted to by Commonwealth of Massachusetts,
Department of Environmental Protection,

By _____

Dated: _____

In order to preserve the Settlement during the BO review process and to provide adequate time for the Commission to respond to the notification to be filed under Section 2.4 of the Settlement, the Parties hereby agree to amend Section 6.1 of the Settlement to extend the March 1, 2005, date therein to December 31, 2005.

This Amendment may be executed in one or more counterparts, all of which shall be considered one and the same agreement. Each signatory to this Amendment hereby certifies that he or she is authorized to sign on behalf of the stated Party.

Agreed and accepted to by Holyoke Gas & Electric Department,

By _____

Dated: _____

Agreed and accepted to by U.S. Department of the Interior,
through the U.S. Fish and Wildlife Service

By _____

Dated: 2/24/05

Agreed and accepted to by U.S. Department of Commerce,
National Oceanic and Atmospheric Administration, National Marine Fisheries Service,

By _____

Dated: _____

Agreed and accepted to by Commonwealth of Massachusetts,
Department of Environmental Protection,

By _____

Dated: _____

In order to preserve the Settlement during the BO review process and to provide adequate time for the Commission to respond to the notification to be filed under Section 2.4 of the Settlement, the Parties hereby agree to amend Section 6.1 of the Settlement to extend the March 1, 2005, date therein to December 31, 2005.

This Amendment may be executed in one or more counterparts, all of which shall be considered one and the same agreement. Each signatory to this Amendment hereby certifies that he or she is authorized to sign on behalf of the stated Party.

Agreed and accepted to by Holyoke Gas & Electric Department,

By _____

Dated: _____

Agreed and accepted to by U.S. Department of the Interior,
through the U.S. Fish and Wildlife Service

By _____

Dated: _____

Agreed and accepted to by U.S. Department of Commerce,
National Oceanic and Atmospheric Administration, National Marine Fisheries Service,

By _____

Dated: _____

Agreed and accepted to by Commonwealth of Massachusetts,
Department of Environmental Protection,

By 

Dated: 2/18/05

Agreed and accepted to by Commonwealth of Massachusetts,
Department of Fisheries and Wildlife,

By Wayne F. MacCallum

Dated: 2/17/05

Agreed and accepted to by Trout Unlimited,

By _____

Dated: _____

Agreed and accepted to by Connecticut River Watershed Council,

By _____

Dated: _____

Agreed and accepted to by The Town of South Hadley, Massachusetts,

By _____

Dated: _____

Agreed and accepted to by Commonwealth of Massachusetts,
Department of Fisheries and Wildlife,

By _____

Dated: _____

Agreed and accepted to by Trout Unlimited,

By Don H. Pyler

Dated: 2/18/05

Agreed and accepted to by Connecticut River Watershed Council,

By _____

Dated: _____

Agreed and accepted to by The Town of South Hadley, Massachusetts,

By _____

Dated: _____

Agreed and accepted to by Commonwealth of Massachusetts,
Department of Fisheries and Wildlife,

By _____

Dated: _____

Agreed and accepted to by Trout Unlimited,

By _____

Dated: _____

Agreed and accepted to by Connecticut River Watershed Council,

By Andrea F. Donlon (Andrea F. Donlon)

Dated: 2/17/05

Agreed and accepted to by The Town of South Hadley, Massachusetts,

By _____

Dated: _____

Submission Contents

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