

January 30, 2015

Via eTariff Filing

The Honorable Kimberly D. Bose, Secretary
Federal Energy Regulatory Commission
888 First Street, NE
Washington, DC 20426

Re: New England Power Pool - FERC Docket No. ER15- _____ -000
Terminations of NEPOOL Memberships

Dear Secretary Bose:

The New England Power Pool (“NEPOOL”) Participants Committee¹ hereby submits this transmittal letter electronically along with materials supporting the termination of the membership of the following Participants:

- Dominion Retail, Inc. (“Dominion Retail”)
- Hess Corporation (“Hess”)
- Cianbro Companies LLC (“Cianbro”)
- Cianbro Energy, LLC (“Cianbro Energy” and together with Cianbro, the “Cianbro Companies”)
- PalletOne of Maine (“PalletOne”)
- PalletOne Energy LLC (“PalletOne Energy” and together with PalletOne, the “PalletOne Companies”)
- Hannaford Bros. Co. (“Hannaford”)
- Hannaford Energy LLC (“Hannaford Energy” and together with Hannaford, the “Hannaford Companies”)

These materials are submitted in order to terminate the Participant status of Dominion Retail, Hess, the Cianbro Companies, the PalletOne Companies, and the Hannaford Companies (collectively, the “Terminating Participants”).

¹ Capitalized terms used but not defined in this filing are intended to have the same meaning given to such terms in the Second Restated New England Power Pool Agreement (the “Second Restated NEPOOL Agreement”), the Participants Agreement, or the ISO New England Inc. (“ISO-NE”) Transmission, Markets and Services Tariff (“ISO-NE Tariff”).

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I. VOLUNTARY TERMINATION OF MEMBERSHIPS: Dominion Retail, Hess, Cianbro Companies, PalletOne Companies, Hannaford Companies

Pursuant to Section 16.1(a) of the Second Restated NEPOOL Agreement, “[a]ny Participant shall have the right to terminate its status as a Participant upon no less than sixty (60) days’ prior written notice given to the Secretary of the Participants Committee.” Terminating Participants have each provided such notice, requesting waiver of the 60 days’ notice requirement. (See Attachments 2-6). Dominion Retail and Hess requested that termination of their status as a Participant be made effective as of January 1, 2015; the Cianbro, PalletOne and Hannaford Companies, February 1, 2015. If the terminations of the Dominion Retail and Hess memberships are accepted for filing by the Commission, each will be excused from their obligations to pay Pool charges and relieved of their other Pool obligations and responsibilities incurred, from and after January 1, 2015; the Cianbro, Pallet One, and Hannaford Companies, from and after February 1, 2015.

II. REQUESTED EFFECTIVE DATES

Expedited consideration of the termination of the Participant status of Terminating Participants is requested. Accordingly, the NEPOOL Participants Committee requests that the Commission waive any applicable notice requirements to permit the following effective dates:

- **January 1, 2015** for the voluntary termination of the NEPOOL Participant status of Dominion Retail and Hess.
- **February 1, 2015** for the voluntary termination of the NEPOOL Participant status of the Cianbro, PalletOne and Hannaford Companies.²

The NEPOOL Participants Committee further requests that the eTariff record effective date be set at the earlier of the effective dates requested immediately above, or January 1, 2015.³

² To the extent the Commission determines that certain filing requirements have not been met fully, the NEPOOL Participants Committee respectfully requests waiver of such requirements in order for the termination of the Participant status of Terminating Participants to be accepted as noted in Sections I and II. No party will be adversely affected by the waivers requested in these circumstances.

³ The Commission has relieved NEPOOL of the requirement to file changes to the NEPOOL Agreement in tariff format. *ISO New England, Inc. and New England Power Pool*, 95 FERC ¶ 61,384 at 62,441-42 (2001). Accordingly, the NEPOOL Agreement has not been filed formally as an eTariff pursuant to Order No. 714. However, proposed changes to the NEPOOL Agreement are still required to be filed with the Commission with enough information provided to permit the Commission to view the proposed changes in the context of the composite Agreement, *Id.* at 62,442. As a matter of administrative efficiency and convenience, these materials, including Attachment 1 included herewith marked to show the removal of Terminating Participants from the list of NEPOOL Participants, was submitted using the Commission’s eTariff system. A composite list of NEPOOL Participants is posted on the NEPOOL website at: http://www.nepool.com/uploads/C-list_of_nepool_participants.pdf. A composite copy of the Second Restated NEPOOL Agreement is posted at: http://www.nepool.com/uploads/Op-2d_RNA.pdf.

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III. ADDITIONAL SUPPORTING INFORMATION

The Membership Subcommittee has reviewed the materials submitted by Terminating Participants, and has approved the termination of each of their status as a Participant in NEPOOL. Accordingly, the following materials are submitted herewith for filing:

- The list of NEPOOL Participants from the Second Restated NEPOOL Agreement, which has been marked to show the removal of Terminating Participants from the list of NEPOOL Participants (Attachment 1);
- A letter from Dominion Retail requesting termination of its NEPOOL membership and status as a New England Market Participant (Attachment 2);
- A letter from Hess requesting termination of its NEPOOL membership and status as a New England Market Participant (Attachment 3);
- A letter from the Cianbro Companies requesting termination of their NEPOOL membership and Cianbro Energy's status as a New England Market Participant (Attachment 4);
- A letter from the PalletOne Companies requesting termination of their NEPOOL membership and PalletOne Energy's status as a New England Market Participant (Attachment 5);
- A letter from each of the Hannaford Companies requesting termination of their NEPOOL membership and Hannaford Energy's status as a New England Market Participant (Attachment 6); and
- A list of governors and utility regulatory agencies in Connecticut, Maine, Massachusetts, New Hampshire, Rhode Island and Vermont to which a copy of this filing has been sent (Attachment 7).

The materials filed herewith do not change the NEPOOL Agreement as previously filed with the Commission, other than to terminate the Participant status of Terminating Participants in NEPOOL. Therefore, no comparisons of the transactions and revenues or cost data are submitted. No additional facilities are to be installed or modified by the Participants in order for the Participant status of Dominion Retail, Hess, and the Cianbro, PalletOne and Hannaford Companies to be terminated pursuant to the Second Restated NEPOOL Agreement.

An electronic copy of this filing has been furnished to all the members and alternates of the Participants Committee, which represent all of the electric utilities rendering or receiving service

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under the ISO-NE Tariff,⁴ as well as each of the independent power producers, power marketers, power brokers, load aggregators, customer-owned utility systems, merchant transmission providers, developers, and end users that are currently Participants in the Pool. This transmittal letter and the accompanying materials have also been sent to the governors and electric utility regulatory agencies for the six New England states which comprise the New England Control Area, to the New England Conference of Public Utilities Commissioners, Inc., and to the Executive Director of the New England States Committee on Electricity.

Correspondence and communications regarding this filing should be addressed as follows:

Heather Latka
Senior Membership Support Analyst
ISO New England Inc.
One Sullivan Road
Holyoke, MA 01040-2841
Tel: 413-535-4328
Fax: 413-540-4680
E-mail: hlatka@iso-ne.com

Patrick M. Gerity, Esq.
Counsel, NEPOOL Participants Committee
Day Pitney LLP
242 Trumbull Street
Hartford, CT 06103-1212
Tel: 860-275-0533
Fax: 860-881-2505
E-mail: pmgerity@daypitney.com

Respectfully submitted,

NEPOOL PARTICIPANTS
COMMITTEE

By: 
Patrick M. Gerity
Its Counsel

Attachments

cc: Terminating Participants
NEPOOL Participants Committee Members and Alternates
Governors, Utility Regulatory Agencies, and others identified on Attachment 7

⁴ The Commission approved the settlement agreement pursuant to which the regional transmission organization for New England (the "RTO") was established. *ISO New England Inc. et al.*, 109 FERC ¶ 61,147 (2004). Activation of the RTO was noticed in accordance with the settlement agreement and became effective on Feb. 1, 2005. *See also* Order Authorizing RTO Operations, *ISO New England Inc. et al.*, 110 FERC ¶ 61,111 (2005).

ATTACHMENT 1

Participant Name	Effective Date of Membership if after 6/30/2000
BNP Paribas Energy Trading GP	2/1/2010
Boston Energy Trading and Marketing LLC	9/1/2000
Boylston Municipal Light Department	
BP Energy Company	12/1/2000
Braintree Electric Light Department	
Brayton Point Energy, LLC	5/1/2013
Bridgeport Fuel Cell Park, LLC	4/1/2010
Bridgewater Power Company L.P.	2/1/2011
Brookfield Energy Marketing Inc.	2/1/2002
Brookfield Energy Marketing LP	11/1/2010
Brookfield Renewable Energy Marketing US LLC	1/1/2009
Brookfield White Pine Hydro LLC	
BTG Pactual Commodities (US) LLC	12/1/2013
Burlington Electric Department	
C.N. Brown Electricity, LLC	10/1/2012
Calpine Energy Services, LP	11/1/2000
Canadian Wood Products – Montreal, Inc.	7/1/2012
Canandaigua Power Partners, LLC	12/1/2014
Cape Light Compact	7/1/2000
Cape Wind Associates, LLC	9/1/2012
Cargill Power Markets, LLC	
Castleton Commodities Merchant Trading LP	3/1/2008
Central Maine Power Company	
Centre Lane Trading Limited	7/1/2010
Champion Energy Marketing LLC	2/1/2014
CHI Power Marketing, Inc.	12/1/2009
Chicopee Municipal Lighting Plant	
Choice Energy LLC	8/1/2010
Cianbro Companies, The	11/1/2009
Cianbro Energy, LLC	11/1/2009
CinCap V, LLC	
Citigroup Energy Inc.	12/1/2004
Clearview Electric Inc.	12/1/2007
Clear Choice Energy, LLC	8/1/2013

Participant Name	Effective Date of Membership if after 6/30/2000
Danvers Electric Division	
Darby Energy, LLLP	3/1/2012
Dartmouth Power Associates, LP	9/1/2007
DC Energy, LLC	4/1/2003
Demansys Energy, LLC	6/1/2012
Denver Energy, LLC	1/1/2015
Devon Power LLC	
Devonshire Energy LLC	9/1/2009
DFC ERG CT, LLC	4/1/2010
Direct Energy Business, LLC	
Direct Energy Business Marketing, LLC	8/1/2013
Discount Power, Inc.	12/1/2009
Dominion Energy Marketing, Inc.	6/1/2002
Dominion Nuclear Connecticut, Inc.	2/1/2001
Dominion Retail, Inc.	5/1/2001
DR Power, LLC	8/1/2012
DTE Energy Trading, Inc.	2/1/2001
Duke Energy Commercial Enterprises, Inc.	2/1/2010
Dynasty Power Inc.	7/1/2013
Dynegy Marketing and Trade LLC	6/1/2010

Participant Name	Effective Date of Membership if after 6/30/2000
H.Q. Energy Services (U.S.) Inc.	
Hammond Belgrade Energy LLC	4/1/2008
Hammond Lumber Company	4/1/2008
Hampshire Council of Governments	2/1/2006
Hannaford Bros. Co.	8/1/2010
Hannaford Energy, LLC	8/1/2010
Hanover, NH (Town of)	7/1/2014
Harvard Dedicated Energy Limited	2/1/2005
Hawkes Meadow Energy, LLC	12/1/2014
Hess Corporation	7/1/2005
High Liner Foods (USA) Incorporated	1/1/2012
HIKO Energy, LLC	1/1/2013
Hingham Municipal Lighting Plant	
Holden Municipal Light Department	
Holyoke Gas & Electric Department	
HOP Energy, LLC	10/1/2010
Howard Wind LLC	2/1/2013
Hudson Energy Services, LLC	5/1/2009
Hudson Light and Power Department	
Hull Municipal Lighting Plant	
Iberdrola Renewables, LLC	5/1/2005
Icetec Energy Services, Inc.	3/1/2013
IDT Energy, Inc.	7/1/2014
Indeck Energy-Alexandria, LLC	5/1/2001
Independence Energy Group LLC	11/1/2011
Industrial Energy Consumer Group	
Industrial Power Services Corporation	3/1/2003
Inspire Energy Holdings, Inc.	11/1/2014
Integrays Energy Services, Inc.	7/1/2000
Ipswich Municipal Light Department	

Participant Name	Effective Date of Membership if after 6/30/2000
Pacific Summit Energy, LLC	3/1/2014
PalletOne Energy LLC	4/1/2008
PalletOne of Maine	4/1/2008
Palmco Power CT, LLC	7/1/2009
Palmco Power MA, LLC	3/1/2012
Parkview Adventist Medical Center	1/1/2005
Parkview AMC Energy, LLC	1/1/2005
Pascoag Utility District	
Patriot Partnership LLC	3/1/2008
Pawtucket Power Holding Company	6/1/2007
Paxton Municipal Light Department	
Peabody Municipal Light Plant	
Peninsula Power, LLC	1/1/2015
Perigee Energy, LLC	9/1/2012
Pioneer Hydro Electric Co., Inc.	11/1/2013
Plainfield Renewable Energy, LLC	5/1/2009
Plant-E Corp.	10/1/2014
Plymouth Rock Energy, LLC	1/1/2012
PNE Energy Supply LLC	6/1/2011
Power Bidding Strategies, LLC	1/1/2006
Powerex Corp.	8/1/2003
PowerOptions, Inc.	
Power Supply Services, LLC	10/1/2013
PPL EnergyPlus Co.	
Praxair, Inc.	
Princeton Municipal Light Department	8/1/2007
Provider Power CT, LLC	7/1/2013
Provider Power Mass, LLC	5/1/2013
PSEG Energy Resources & Trade LLC	11/1/2000
PSEG New Haven LLC	2/1/2012
Public Power, LLC	4/1/2010
Public Service Company of New Hampshire	
Putnam Hydropower, Inc.	3/1/2010
Quantum Utility Generation, LLC	1/1/2015
Rainbow Energy Marketing Corporation	7/1/2003
RBC Energy Services LP	4/1/2008
Reading Municipal Light Plant	
Record Hill Wind LLC	7/1/2008
ReEnergy Sterling CT Limited Partnership	3/1/2011
ReEnergy Stratton Energy LLC	12/1/2004
Reliant Energy Northeast LLC	5/1/2011
REP Energy LLC	9/1/2010
Repsol Energy North American Corporation	11/1/2011

ATTACHMENT 2

Dominion Retail, Inc.
120 Tredegar St., Richmond, VA 23219
Mailing Address: P.O. Box 26532
Richmond, VA 23261
Web Address: www.dom.com



January 22, 2015

David T. Doot
Secretary, NEPOOL Participants Committee
c/o Day Pitney LLP
242 Trumbull Street
Hartford, CT 06103-1212
dtDoot@daypitney.com

ISO New England Inc.
Attn: Membership Coordinator
One Sullivan Road
Holyoke, MA 01040-2841
memcoord@iso-ne.com

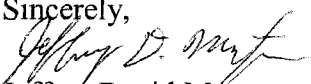
RE: Notice of Intent to Terminate NEPOOL Membership and Market Participant Status for Dominion Retail, Inc., CAMS ID: 50447

Please accept this letter as notice of termination of Dominion Retail, Inc.'s ("Dominion Retail's") NEPOOL membership and the Market Participant Service Agreement by and between Dominion Retail and ISO New England Inc (the "MPSA").¹ Dominion Retail requests that the termination of its status as a NEPOOL Participant and the termination of the MPSA be made effective as of [01/01/2015], and further requests, if and to the extent necessary, that the NEPOOL Participants Committee waive the sixty-days' notice of termination of membership requirement set forth in Section 16.1(a) of the Second Restated NEPOOL Agreement.

Dominion Retail understands that this termination of NEPOOL membership must be accepted by the Federal Energy Regulatory Commission and that, until such time as it is accepted, Dominion Retail will continue to have the full rights and obligations of other Participants under the Second Restated NEPOOL Agreement.

Dominion Retail further understands that termination of the MPSA and the termination of Dominion Retail's status as a NEPOOL member does not affect any obligation of, or to, Dominion Retail arising prior to the effective date of such termination under the Second Restated NEPOOL Agreement, the Participants Agreement, or the ISO New England Transmission, Markets, and Services Tariff. In particular, Dominion Retail hereby acknowledges its obligation to pay all of its NEPOOL and ISO New England Inc. expenses incurred while a NEPOOL member and participant in the New England Markets.

If you have any questions I can be reached at 804-787-5756.

Sincerely,

Jeffrey David Matzen
Energy Consulting Manager

cc: Patrick M. Gerity, Esq., pmgerity@daypitney.com

¹ The MPSA with Dominion Retail is reported by ISO New England as MPSA No. 54.

ATTACHMENT 3



HESS CORPORATION

1185 Avenue of the Americas
New York, NY 10036 - USA

+1-212-536-8000

November 24, 2014

David T. Doot
Secretary, NEPOOL Participants Committee
c/o Day Pitney LLP
242 Trumbull Street
Hartford, CT 06103-1212
dtdoot@daypitney.com

ISO New England Inc.
Attn: Membership Coordinator
One Sullivan Road
Holyoke, MA 01040-2841
memcoord@iso-ne.com

RE: Notice of Intent to Terminate NEPOOL Membership and Market Participant Status for Hess Corporation, CAMS ID: 50786

Please accept this letter as notice of termination of Hess Corporation's ("Hess's") NEPOOL membership and the Market Participant Service Agreement by and between Hess and ISO New England Inc (the "MPSA").¹ Hess requests that the termination of its status as a NEPOOL Participant and the termination of the MPSA be made effective as of 01/01/2015, and further requests, if and to the extent necessary, that the NEPOOL Participants Committee waive the sixty-days' notice of termination of membership requirement set forth in Section 16.1(a) of the Second Restated NEPOOL Agreement.

Hess understands that this termination of NEPOOL membership must be accepted by the Federal Energy Regulatory Commission and that, until such time as it is accepted, Hess will continue to have the full rights and obligations of other Participants under the Second Restated NEPOOL Agreement.

Hess further understands that termination of the MPSA and the termination of Hess's status as a NEPOOL member does not affect any obligation of, or to, Hess arising prior to the effective date of such termination under the Second Restated NEPOOL Agreement, the Participants Agreement, or the ISO New England Transmission, Markets, and Services Tariff. In particular, Hess hereby acknowledges its obligation to pay all of its NEPOOL and ISO New England Inc. expenses incurred while a NEPOOL member and participant in the New England Markets.

If you have any questions I can be reached at 212-536-8553.

Sincerely,

Nicholas Broutas
Vice President

cc: Patrick M. Gerity, Esq., pmgerity@daypitney.com

¹ The MPSA with Hess is reported by ISO New England as MPSA No. [].

ATTACHMENT 4

Cianbro Energy LLC
PO Box 1000
Pittsfield, ME 04967

December 30, 2014

David T. Doot
Secretary, NEPOOL Participants Committee
c/o Day Pitney LLP
242 Trumbull Street
Hartford, CT 06103-1212
dtdoot@daypitney.com

Customer Support
ISO New England Inc.
One Sullivan Road
Holyoke, MA 01040-2841
custserv@iso-ne.com

**RE: The Cianbro Companies and Cianbro Energy, LLC
Notice of Intent to Terminate NEPOOL Membership and Market Participant Status**

Please accept this letter as notice of termination of the NEPOOL memberships of the Cianbro Companies and Cianbro Energy, LLC (together, the "Companies") and the Market Participant Service Agreement by and between Cianbro Energy, LLC and ISO New England Inc. (the "MPSA").¹ The Companies request that the termination of their status as a NEPOOL Participant and the termination of the MPSA be made effective as of February 1, 2015.

The Companies understand that the termination of their NEPOOL memberships must be accepted by the Federal Energy Regulatory Commission and that, until such time as it is accepted, the Companies will continue to have the full rights and obligations of other Participants under the Second Restated NEPOOL Agreement.

The Companies further understand that termination of the MPSA and the termination of the Companies' status as NEPOOL members do not affect any obligation of, or to, the Companies arising prior to the effective date of such termination under the Second Restated NEPOOL Agreement, the Participants Agreement, or the Tariff. In particular, the Companies hereby acknowledge their obligation to pay all of their NEPOOL and ISO New England Inc. expenses incurred while NEPOOL members and/or participants in the New England Markets, including all amounts incurred pursuant to Section 14 of the Second Restated NEPOOL Agreement.

Please do not hesitate to contact our NEPOOL representative at Freedom Energy Logistics, Marianne Vetter (603-625-2244; Marianne.Vetter@felpower.com), if you have any questions or concerns.

Sincerely,

Tom Ruksznis
Facility Manager

cc: Patrick M. Gerity, Esq., pmgerity@daypitney.com

¹ The MPSA with Cianbro Energy, LLC is reported by ISO New England as MPSA No. 407.

ATTACHMENT 5

PalletOne Energy LLC
PO Box L
Livermore Falls, ME 04254

December 30, 2014

David T. Doot
Secretary, NEPOOL Participants Committee
c/o Day Pitney LLP
242 Trumbull Street
Hartford, CT 06103-1212
dtdoot@daypitney.com

Customer Support
ISO New England Inc.
One Sullivan Road
Holyoke, MA 01040-2841
custserv@iso-ne.com

**RE: PalletOne of Maine, Inc. and PalletOne Energy, LLC
Notice of Intent to Terminate NEPOOL Membership and Market Participant Status**

Please accept this letter as notice of termination of the NEPOOL memberships of PalletOne of Maine, Inc. and PalletOne Energy, LLC (together, the "Companies") and the Market Participant Service Agreement by and between PalletOne Energy, LLC and ISO New England Inc. (the "MPSA").¹ The Companies request that the termination of their status as a NEPOOL Participant and the termination of the MPSA be made effective as of February 1, 2015.

The Companies understand that the termination of their NEPOOL memberships must be accepted by the Federal Energy Regulatory Commission and that, until such time as it is accepted, the Companies will continue to have the full rights and obligations of other Participants under the Second Restated NEPOOL Agreement.

The Companies further understand that termination of the MPSA and the termination of the Companies' status as NEPOOL members do not affect any obligation of, or to, the Companies arising prior to the effective date of such termination under the Second Restated NEPOOL Agreement, the Participants Agreement, or the Tariff. In particular, the Companies hereby acknowledge their obligation to pay all of their NEPOOL and ISO New England Inc. expenses incurred while NEPOOL members and/or participants in the New England Markets, including all amounts incurred pursuant to Section 14 of the Second Restated NEPOOL Agreement.

Please do not hesitate to contact our NEPOOL representative at Freedom Energy Logistics, Marianne Vetter (603-625-2244; Marianne.Vetter@felpower.com), if you have any questions or concerns.

Sincerely,



Donald Isaacson
General Manager

cc: Patrick M. Gerity, Esq., pmgerity@daypitney.com

¹ The MPSA with PalletOne Energy, LLC is reported by ISO New England as MPSA No. 319

ATTACHMENT 6



HANNAFORD SUPERMARKETS

January 14, 2015

David T. Doot
Secretary, NEPOOL Participants Committee
c/o Day Pitney LLP
242 Trumbull Street
Hartford, CT 06103-1212
dtdoot@daypitney.com

ISO New England Inc.
Attn: Membership Coordinator
One Sullivan Road
Holyoke, MA 01040-2841
memcoord@iso-ne.com

RE: Notice of Intent to Terminate NEPOOL Membership and Market Participant Status for Hannaford Bros. Co., CAMS ID: 51323

Please accept this letter as notice of termination of Hannaford Bros. Co.'s ("HBC's") NEPOOL membership and the Market Participant Service Agreement by and between HBC and ISO New England Inc (the "MPSA").¹ HBC requests that the termination of its status as a NEPOOL Participant and the termination of the MPSA be made effective as of 02/01/2015, and further requests, if and to the extent necessary, that the NEPOOL Participants Committee waive the sixty-days' notice of termination of membership requirement set forth in Section 16.1(a) of the Second Restated NEPOOL Agreement.

HBC understands that this termination of NEPOOL membership must be accepted by the Federal Energy Regulatory Commission and that, until such time as it is accepted, HBC will continue to have the full rights and obligations of other Participants under the Second Restated NEPOOL Agreement.

HBC further understands that termination of the MPSA and the termination of HBC's status as a NEPOOL member does not affect any obligation of, or to, HBC arising prior to the effective date of such termination under the Second Restated NEPOOL Agreement, the Participants Agreement, or the ISO New England Transmission, Markets, and Services Tariff. In particular, HBC hereby acknowledges its obligation to pay all of its NEPOOL and ISO New England Inc. expenses incurred while a NEPOOL member and participant in the New England Markets.

If you have any questions, please call Harrison Horning at (207) 885-2787.

Sincerely,

Bradford A. Wise
Manager/President
Hannaford Energy LLC

cc: Patrick M. Gerity, Esq., pmgerity@daypitney.com

¹ There is no MPSA with HBC.



HANNAFORD SUPERMARKETS

January 14, 2015

David T. Doot
Secretary, NEPOOL Participants Committee
c/o Day Pitney LLP
242 Trumbull Street
Hartford, CT 06103-1212
dtdoot@daypitney.com

ISO New England Inc.
Attn: Membership Coordinator
One Sullivan Road
Holyoke, MA 01040-2841
memcoord@iso-ne.com

RE: Notice of Intent to Terminate NEPOOL Membership and Market Participant Status for Hannaford Energy, LLC, CAMS ID: 51322

Please accept this letter as notice of termination of Hannaford Energy, LLC's ("HANNAFORD's") NEPOOL membership and the Market Participant Service Agreement by and between HANNAFORD and ISO New England Inc (the "MPSA").¹ HANNAFORD requests that the termination of its status as a NEPOOL Participant and the termination of the MPSA be made effective as of 02/01/2015, and further requests, if and to the extent necessary, that the NEPOOL Participants Committee waive the sixty-days' notice of termination of membership requirement set forth in Section 16.1(a) of the Second Restated NEPOOL Agreement.

HANNAFORD understands that this termination of NEPOOL membership must be accepted by the Federal Energy Regulatory Commission and that, until such time as it is accepted, HANNAFORD will continue to have the full rights and obligations of other Participants under the Second Restated NEPOOL Agreement.

HANNAFORD further understands that termination of the MPSA and the termination of HANNAFORD's status as a NEPOOL member does not affect any obligation of, or to, HANNAFORD arising prior to the effective date of such termination under the Second Restated NEPOOL Agreement, the Participants Agreement, or the ISO New England Transmission, Markets, and Services Tariff. In particular, HANNAFORD hereby acknowledges its obligation to pay all of its NEPOOL and ISO New England Inc. expenses incurred while a NEPOOL member and participant in the New England Markets.

If you have any questions, please call Harrison Horning at (207) 885-2787.

Sincerely,

Bradford A. Wise
Manager/President
Hannaford Energy LLC

cc: Patrick M. Gerity, Esq., pmgerity@daypitney.com

¹ The MPSA with HANNAFORD is reported by ISO New England as MPSA No. 452.

ATTACHMENT 7

**New England Governors
and Utility Regulatory
and Related Agencies**

January 30, 2015

Connecticut

The Honorable Dannel P. Malloy
State Capitol
210 Capitol Ave.
Hartford, CT 06106

Connecticut Public Utilities Regulatory Authority
10 Franklin Square
New Britain, CT 06051-2605

Maine

The Honorable Paul R. LePage
One State House Station
Rm. 236
Augusta, ME 04333-0001

Maine Public Utilities Commission
State House, Station 18
242 State Street
Augusta, ME 04333-0018

Massachusetts

The Honorable Charlie Baker
Office of the Governor
Rm. 360 State House
Boston, MA 02133

Massachusetts Department of Public Utilities
One South Station
Boston, MA 02110

New Hampshire

The Honorable Maggie Hassan
State House
25 Capitol Street
Concord, NH 03301

New Hampshire Public Utilities Commission
21 South Fruit Street
Suite 10
Concord, NH 03301-2429

Rhode Island

The Honorable Gina M. Raimondo
State House Room 115
Providence, RI 02903

Rhode Island Public Utilities Commission
89 Jefferson Boulevard
Warwick, RI 02888

Vermont

The Honorable Peter E. Shumlin
109 State Street, Pavilion
Montpelier, VT 05609

Vermont Public Service Board
112 State Street, Drawer 20
Montpelier, VT 05620-2701

**New England Governors
and Utility Regulatory
and Related Agencies**

January 30, 2015

Margaret E. Curran, President
New England Conference of
Public Utilities Commissioners, Inc.
c/o Rhode Island Public Utilities Commission
89 Jefferson Boulevard
Warwick, RI 02888
margaret.curran@puc.ri.gov

Sarah Hofmann
New England Conference of
Public Utilities Commissioners, Inc.
director@necpuc.org
shofmannNECPUC@gmail.com

Harvey L. Reiter, Esq.
Counsel for New England Conference
of Public Utilities Commissioners, Inc.
c/o Stinson Morrison Hecker LLP
1150 18th Street, NW, Suite 800
Washington, DC 20036-3816
HReiter@stinson.com

Coalition of Northeastern Governors
400 North Capitol Street, NW
Washington, DC 20001
coneg@sso.org

Heather Hunt
Executive Director
New England States Committee on Electricity
4 Bellows Road
Westborough, MA 01581
HeatherHunt@NESCOE.com