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VIA HAND DELIVERY

July 17, 2012

Ms. Luly Massaro, Clerk
Rhode Island Public Utilities Commission
89 Jefferson Boulevard
Warwick, RI 02888

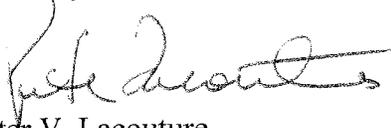
Re: The Narragansett Electric Company d/b/a National Grid
v. The Town of Hopkinton, et al (Docket Number 4076)

Dear Luly:

Enclosed please find an original and nine (9) copies of National Grid and Town of Hopkinton's Joint Motion for Approval of Settlement Stipulation, together with the Settlement Stipulation in the above-referenced matter. I am also sending this filing to you electronically.

Please acknowledge receipt of the enclosed documents by date and time stamping the enclosed copy and returning it with my messenger to my office. Thank you.

Sincerely,



Peter V. Lacouture



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Enclosures

cc: Patricia A. Buckley, Esq.
Patricia S. Lucarelli, Esq.
Service List *(by email)*

11777038-v1

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
PUBLIC UTILITIES COMMISSION

THE NARRAGANSETT ELECTRIC :
COMPANY d/b/a NATIONAL GRID, :
Plaintiff, :

v. :

THE TOWN OF HOPKINTON; THOMAS :
E. BUCK; SYLVIA THOMPSON; :
BARBARA CAPALBO; BEVERLY :
KENNEY; and WILLIAM FELKNER, in :
their official capacities as members of the :
Hopkinton Town Council, :
Defendants. :

and :

Docket No. 4076

THE NARRAGANSETT ELECTRIC :
COMPANY d/b/a NATIONAL GRID, :
Plaintiff, :

v. :

THE TOWN OF HOPKINTON and BRAD :
R. WARD, in his official capacity as the :
Building and Zoning Official of the Town :
of Hopkinton, :
Defendants. :

The Narragansett Electric Company d/b/a National Grid and the Town of Hopkinton's
Joint Motion for Approval of Settlement Stipulation

The Narragansett Electric Company d/b/a National Grid ("National Grid") and the Town of Hopkinton, Rhode Island ("Hopkinton") hereby request that the Public Utilities Commission (the "PUC") issue an order (i) approving the attached Settlement Stipulation between National Grid and Hopkinton (herein the "Parties"), and (ii) invalidating the July 20, 2009 amendment to the Hopkinton Zoning Ordinance (the "Zoning Amendment") only as to the parcel of land

located on Ashaway Road in Hopkinton and identified as Plat 2, Lot 38 (the "Property"), so as to allow construction of an electric substation on the Property.

The Parties have agreed on a location for the new 115/12.47 kV substation in Hopkinton (the "Substation"). National Grid has examined a number of sites for the Substation that complied with the restrictions in the Zoning Amendment, but these sites were not suitable due either to their locations or to their current use. The Parties agree that the Property is the most suitable for the Substation and have entered into the Settlement Stipulation to resolve this matter and allow construction of the Substation on the Property.

The Parties respectfully request that the PUC issue an order as provided above.

Respectfully submitted,

Town of Hopkinton
By Its Town Solicitor,


Patricia A. Buckley
Bengtson & Jestings, LLP
40 Westminster Street, Suite 300
Providence, RI 02903

The Narragansett Electric Company d/b/a/
National Grid
By Its Attorneys,


Peter V. Lacouture
Robinson & Cole, LLP
One Financial Plaza, Suite 1430
Providence, RI 02903-2485

July 17, 2012

CERTIFICATION

I hereby certify that a copy of this Joint Motion for Approval of Settlement Stipulation has been sent on this 17th day of July, 2012 to the following counsel:

Docket No. 4076 – Narragansett Electric Co. d/b/a National Grid v. Town of Hopkinton - Petition for Review Pursuant to RIGL 39-1-30

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Brenda L. Vucchi

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
PUBLIC UTILITIES COMMISSION

THE NARRAGANSETT ELECTRIC :
COMPANY d/b/a NATIONAL GRID, :
Plaintiff, :

v. :

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Docket No. 4076

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R. WARD, in his official capacity as the :
Building and Zoning Official of the Town :
of Hopkinton, :
Defendants. :

SETTLEMENT STIPULATION

I. BACKGROUND

A. The Proposed Substation

1. In order to meet multiple existing and projected feeder, transformer, and distribution supply line loading issues in the Hopkinton, Rhode Island area, The Narragansett Electric Company d/b/a National Grid (“National Grid”) determined that there is a need to install a new 115/12.47 kV substation in Hopkinton (the “Substation”).

B. Zoning Amendment

2. On March 17, 2009, National Grid applied to the Hopkinton Town Council (“Hopkinton”) for an amendment to the Hopkinton Zoning Ordinance (the “Zoning Ordinance”) because the Zoning Ordinance did not permit the construction of electric utility facilities such as a substation within Hopkinton in any zoning district. National Grid sought a text amendment to the Zoning Ordinance’s District Use Table adding a category (“486-Electric Substation”) and a corresponding footnote to the Dimensional Regulations. National Grid’s proposal would have made “Electric Substation” use permitted by special-use permit in the RFR-80 zoning district and other zoning districts.

3. On July 20, 2009 Hopkinton amended the Zoning Ordinance to include “Electric Substation,” but specified that the use would be prohibited in all districts except the Manufacturing zoning district (the “Zoning Amendment”). According to the Zoning Amendment, an Electric Substation must have a 200-foot setback from residential uses, must not cover more than 12% of the property, and must be built on a lot no less than 12 acres.

4. On July 24, 2009, National Grid filed a Petition with the Public Utilities Commission (the “PUC”) under R.I.G.L. §39-1-30 seeking review and preemption or modification of the Zoning Amendment (the “Petition”).

5. The PUC docketed the Petition as Docket No. 4076, and held a preliminary hearing in Hopkinton on August 26, 2009 and conducted a site visit on October 20, 2009.

C. Alternative Sites

6. At the request of the PUC, National Grid has examined a number of third-party owned, alternative sites for the Substation that complied with the restrictions in the Zoning Amendment.

7. Many of the sites which complied with the Zoning Amendment were occupied by existing facilities and operations. Others were located near the exit 1 and 2 interchanges of Interstate 95. These locations would also require acquisition of a new 200 foot wide right-of-way (“ROW”) by purchase or condemnation, in order to construct new transmission tap lines from the existing 115kV transmission line (the “1870 Line”) to the site.

8. National Grid also examined a number of other sites which, while not complying with the restrictions of the Zoning Amendment, had been suggested by Hopkinton and others. These included a site that is owned by National Grid and several sites that are adjacent to or are crossed by the existing 1870 Line ROW.

9. Of these, National Grid determined that only the Cook property, on Ashaway Road, Plat 2, Lot 38 (the “Property”), was suitable for the Substation.

D. March 2010 Flooding of Westerly Substation

10. In March 2010, National Grid’s Westerly Substation was flooded and disabled. The disabling of the Westerly Substation caused power outages in both Westerly and Hopkinton.

11. Following this flooding incident, National Grid distribution planners studied alternatives for replacing the Westerly Substation. As a result of this analysis, National Grid has determined that the best solution is to install a second transformer at the Substation.

E. Settlement

12. National Grid has discussed the potential for locating the Substation on the Property with representatives of the Hopkinton Town Council.

13. On May 7, 2012, National Grid presented a summary of its efforts to identify a suitable site for the Substation to the Council at its regular meeting. National Grid also explained its proposal to use the Property as the site for the Substation.

14. At its May 7, 2012 meeting, the Council also heard comment and statements about National Grid's proposal from Hopkinton residents.

15. At its May 21, 2012 meeting, the Council debated National Grid's proposal and voted unanimously to approve the proposal, subject to the conditions provided herein.

16. The terms of the agreement between Hopkinton and National Grid are as follows.

II. TERMS OF SETTLEMENT

1. National Grid may construct the Substation on the Property subject to the following conditions:

- a. National Grid will use reasonable efforts to locate the Substation towards the rear of the Property, away from Ashaway Road.
- b. National Grid will locate the Substation so as to maintain a setback of at least fifty (50) feet between the substation fence and the property line along the sides and rear of the Property.
- c. The footprint of the Substation itself, within the fencing, shall be no greater than approximately one acre.
- d. National Grid will use reasonable efforts to minimize the clearing of trees on the site in connection with the construction of the Substation, although vegetation will have to be cleared to construct transmission tap lines between the Substation and the existing 115 kV transmission line, the "1870 Line".
- e. National Grid shall consult with the Hopkinton Planning Board, the town planner, and the abutters to the Property, on the design of screening for the Substation.
- f. The Substation will have lighting that is illuminated only when personnel are working at the Substation (i.e., it will not be lighted 24/7).
- g. National Grid shall provide periodic updates to the Hopkinton Town Manager as to the progress on design, engineering, permitting and construction of the Substation.
- h. National Grid shall make reasonable efforts (i) to use existing transmission poles where possible, and (ii) to minimize large truck traffic where possible.

2. In order to allow construction of the Substation on the Property, Hopkinton and National Grid agree that the PUC shall invalidate Hopkinton's July, 2009 zoning amendment only as applied to the Property.

3. After the Substation is in service, National Grid shall retire the Ashaway Substation located on Oak Street in Hopkinton and the Hope Valley Substation located on Main Street in Hope Valley.

4. As part of the retirement of the Ashaway and Hope Valley Substations, National Grid shall remove the existing equipment on each site.

5. Hopkinton will cooperate with National Grid to facilitate National Grid securing the permits, licenses and other approvals required for the Substation.

6. In the event that (i) an appeal of, or other challenge to, the settlement of this matter is filed, or (ii) National Grid is unable to obtain all permits or approvals required to construct the Substation at the Property, National Grid shall have the option to nullify and void the Settlement Stipulation upon written notice to Hopkinton.

7. In the event the Settlement Stipulation is rendered null and void by paragraph (6), above, National Grid may resume the proceedings before the PUC in this Docket No. 4076.

8. If the Settlement Stipulation is not otherwise rendered null and void according to its terms, upon completion of the construction of the Substation on the Property, and fulfillment of the terms of the Settlement Stipulation, the parties shall request that the PUC enter a final order dismissing the case.

III. OTHER MATTERS

1. Unless expressly stated herein, the making of this Settlement Stipulation establishes no principles and shall not be deemed to foreclose any party from making any contention in any other proceeding not related to the Substation.

2. This Settlement Stipulation is the product of settlement negotiations. The content of those negotiations is privileged and all offers of settlement shall be without prejudice to the position of any party.

3. The parties shall file a joint motion with the PUC seeking the PUC's approval of this Settlement Stipulation.

4. This Settlement Stipulation is submitted on the condition that it be approved in full by the PUC, and on the further condition that if the PUC does not approve it in its entirety, it shall be deemed withdrawn and shall not constitute a part of the record in any proceeding or used for any purpose.

ASSENTED TO IN FORM AND SUBSTANCE this 2 day of ~~June~~^{July}, 2012:

Town of Hopkinton

By 

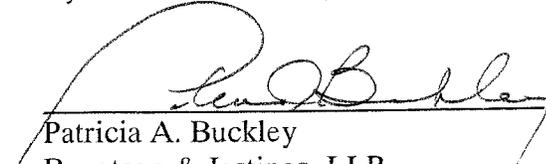
Sylvia K. Thompson,
Council President

The Narragansett Electric Company d/b/a
National Grid

By 

Name: Timothy F. Horan
Title: President, Rhode Island

By Its Town Solicitor,



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