



PERMIT
Under the Environmental Conservation Law (ECL)

Permittee and Facility Information

Permit Issued To:

CRICKET VALLEY ENERGY CENTER LLC
31 MILK ST STE 1001
BOSTON, MA 02109

Facility:

CRICKET VALLEY ENERGY CENTER
2241 ST RTE 22
DOVER PLAINS, NY 12522

Facility Location: in DOVER in DUTCHESS COUNTY **Village:** Dover

Facility Principal Reference Point: NYTM-E: 618.217 NYTM-N: 4614.773

Latitude: 41°40'33.4" Longitude: 73°34'47.1"

Project Location: NYS Route 22, Town of Dover, Dutchess County

Authorized Activity: Construction of the Cricket Valley Energy Center (CVE), a proposed combined cycle natural gas powered 1,000-megawatt (MW) electric generating facility and interconnection substation. The project is located at the former Mica Products site at 2241 NYS Route 22 in the Town of Dover, Dutchess County. The property totals approximately 193 acres, including 79 acres (west of the Metro-North rail line) within the Great Swamp Critical Environmental Area; a 57-acre Project Development Area east of the rail line; and an additional 57 acres of industrial land to the south, formerly leased to Rasco Materials LLC (13 acres of which will be temporarily used during project construction).

Freshwater Wetlands

This permit authorizes permanent fill of approximately 0.05 acres of DEC-regulated freshwater wetlands and permanent alteration of approximately 0.8 acre of DEC-regulated Adjacent Area due to facility construction. This permit also authorizes temporary disturbance of approximately 0.6 acres of DEC-regulated Adjacent Area due to facility and bioretention area construction; 0.6 acres of DEC-regulated freshwater wetlands for removal of debris and non-native sediments; and an additional 1.8 acres of DEC-regulated Adjacent Area for purposes of removal of non-hazardous industrial waste and development of temporary parking. A wetland mitigation plan has been developed to compensate for both temporary disturbance to and permanent loss of freshwater wetlands, and permanent and temporary disturbances to DEC-regulated Adjacent Areas. That plan provides for the creation of 0.08 acres of wetland in Wetland DP-22 and the restoration and enhancement of 1.8 acres of regulated Adjacent Area contiguous to Wetland DP-22.

Water Quality Certification

This permit provides a Water Quality Certification pursuant to Section 401 of the Clean Water Act for the activities described above, and for permanent fill of 0.03 acres of U.S. Army Corps of Engineers (USACE)-jurisdictional wetland, and rip-rap placed along approximately 0.06 acre of intermittent stream for erosion protection.



Air State Facility

This permit is a preconstruction permit for a major stationary source, as defined in 6NYCRR Part 201. The permit allows the construction and operation of three natural gas fired combustion turbines with supplemental duct burning, one natural gas fired auxiliary boiler, one diesel emergency fire pump engine, and four diesel black-start emergency generators. This permit is provided under separate cover.

Additional requirements.

In addition to the above individual permits, the permittee must also obtain coverage under and comply with the SPDES General Permit for Stormwater Discharges from Construction Activity (GP-0-10-001).

Permit Authorizations

Air State Facility - Under Article 19

Permit ID 3-1326-00275/00004

New Permit

Effective Date: 9/27/2012

Expiration Date: No Exp. Date

Water Quality Certification - Under Section 401 - Clean Water Act

Permit ID 3-1326-00275/00003

New Permit

Effective Date: 9/27/2012

Expiration Date: 9/26/2017

Freshwater Wetlands - Under Article 24

Permit ID 3-1326-00275/00002

New Permit

Effective Date: 9/27/2012

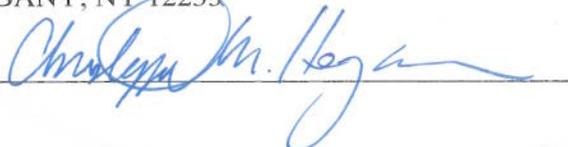
Expiration Date: 9/26/2017

NYSDEC Approval

By acceptance of this permit, the permittee agrees that the permit is contingent upon strict compliance with the ECL, all applicable regulations, and all conditions included as part of this permit.

Permit Administrator: CHRISTOPHER M HOGAN, Deputy Chief Permit Administrator

Address: NYSDEC HEADQUARTERS
625 BROADWAY
ALBANY, NY 12233

Authorized Signature: 

Date 9/27/2012



Permit Components

AIR STATE FACILITY PERMIT CONDITIONS

NATURAL RESOURCE PERMIT CONDITIONS

WATER QUALITY CERTIFICATION SPECIFIC CONDITION

GENERAL CONDITIONS, APPLY TO ALL AUTHORIZED PERMITS

NOTIFICATION OF OTHER PERMITTEE OBLIGATIONS

NATURAL RESOURCE PERMIT CONDITIONS - Apply to the Following Permits: WATER QUALITY CERTIFICATION; FRESHWATER WETLANDS

1. Conformance With Plans All activities authorized by this permit must be in strict conformance with the approved plans submitted by the applicant or applicant's agent as part of the permit application. Such approved plans were prepared by ARCADIS, dated June 28, 2012, with supplements dated August 13, 2012, and August 30, 2012.

2. Conformance with Plans (continued) All work shall be completed in accordance with the following:

Existing Wetland and Future Work Limits, April 2011;

Wetland Area W2-A Restoration Plan, April 2011;

Planting Area Plan, August 30, 2012;

Construction Sequencing and Scheduling, August 13, 2012;

Wetland Restoration/creation and Adjacent Area Restoration Monitoring and Maintenance Plan, June 28, 2012;

Measures to Avoid and Minimize Impacts to Protected Species during Project Construction, July 25, 2012.

In addition, all work shall be completed in accordance with the following at each specific construction location:

Cricket Valley Energy Project Development Area:

C140 Overall Grading Plan, October 26, 2009;

LS3-Wetland Restoration Planting Area Plan, August 30, 2012;



LS4-Wetland Restoration Notes & Detail, August 30, 2012.

Cricket Valley Energy On-site construction laydown & parking area (former Rasco parcel):

SP1-Preliminary Site Plan, February 24, 2012;

SP2-Preliminary Grading Plan, February 24, 2012;

LS1-Preliminary Landscaping & Restoration Plan, February 24, 2012.

Cricket Valley Energy Remote Laydown site:

SD1-Preliminary Typical Site, Erosion and Sediment Control Notes & Details, February 24, 2012.

3. Permit Conditions Permit Conditions take precedence over all plans, drawings, sketches, notes and project narratives made a part of this permit.

4. Submission of Materials Unless otherwise noted, all plans, reports or other materials requested by DEC under the terms of this permit shall be submitted to the Chief Permit Administrator, DEC Headquarters, 625 Broadway, Albany, New York 12233-1750.

5. State Not Liable for Damage The State of New York shall in no case be liable for any damage or injury to the structure or work herein authorized which may be caused by or result from future operations undertaken by the State for the conservation or improvement of navigation, or for other purposes, and no claim or right to compensation shall accrue from any such damage.

6. State May Require Site Restoration If upon the expiration or revocation of this permit, the project hereby authorized has not been completed, the applicant shall, without expense to the State, and to such extent and in such time and manner as the Department of Environmental Conservation may lawfully require, remove all or any portion of the uncompleted structure or fill and restore the site to its former condition. No claim shall be made against the State of New York on account of any such removal or alteration.

7. State May Order Removal or Alteration of Work If future operations by the State of New York require an alteration in the position of the structure or work herein authorized, or if, in the opinion of the Department of Environmental Conservation it shall cause unreasonable obstruction to the free navigation of said waters or flood flows or endanger the health, safety or welfare of the people of the State, or cause loss or destruction of the natural resources of the State, the owner may be ordered by the Department to remove or alter the structural work, obstructions, or hazards caused thereby without expense to the State, and if, upon the expiration or revocation of this permit, the structure, fill, excavation, or other modification of the watercourse hereby authorized shall not be completed, the owners, shall, without expense to the State, and to such extent and in such time and manner as the Department of Environmental Conservation may require, remove all or any portion of the uncompleted structure or fill and restore to its former condition the navigable and flood capacity of the watercourse. No claim shall be made against the State of New York on account of any such removal or alteration.



MITIGATION

8. Wetland Mitigation Is Mandatory The permittee is required to compensate for wetland and adjacent area impacts in accordance with *Wetland Restoration/Creation and Adjacent Area Restoration Monitoring and Maintenance Plan*, June 28, 2012.

9. Scheduling of Wetland Mitigation Construction The Wetland Mitigation Area must be completed prior to completion of above grade construction, in accordance with *Construction Sequencing and Scheduling*, August 13, 2012.

10. As Built Mitigation Plan An "As-Built" Mitigation Area Plan shall be submitted to the Region 3 Bureau of Habitat within one month following completion of the Wetland Mitigation Area. The plan must include: 1) a site plan prepared at a 50 foot scale with 1 foot contours that shows the final grade, and the exact location, species and number of trees and plants planted within the Wetland Mitigation Area; 2) a written certification by the design engineer or supervising consultant stating that work has been completed in accordance with the approved plans, and 3) photographs of the Wetland Mitigation Area during construction and completion, with descriptions, keyed to a site map.

PRE-CONSTRUCTION REQUIREMENTS

11. Notice of Intent to Commence Work At least 48 hours prior to commencement of activities authorized under this permit, the permittee shall provide a Notice of Intent to Commence Work to Heather Gierloff, Bureau of Habitat, DEC Region 3, either by phone at 845-256-3086 or e-mail at hsgierlo@gw.dec.state.ny.us. Notification to same shall be made at the completion of work authorized under this permit.

12. Post Permit Sign The permit sign enclosed with this permit shall be posted in a conspicuous location, adequately protected from the weather, at the worksite where a DEC-regulated activity is authorized by this permit.

EROSION CONTROLS

13. Install, Maintain Erosion Controls Necessary erosion control measures, i.e., straw bales, silt fencing, etc., are to be placed on the downslope edge of any disturbed area. This sediment barrier is to be put in place before any disturbance of the ground occurs and is to be maintained in good and functional condition until thick vegetative cover is established.

14. Maintain Mulch Mulch shall be maintained until a suitable vegetative cover is established.

15. Temporary Mulch, Final Seeding If seeding is impracticable due to the time of year, a temporary mulch shall be applied and final seeding shall be performed at the earliest opportunity when weather conditions favor germination and growth but not more than six months after project completion.

16. Seed, Mulch Disturbed Areas All areas of soil disturbance resulting from this project shall be seeded with an appropriate perennial grass, and mulched with straw immediately upon completion of the project, within two days of final grading, or by the expiration of the permit, whichever is first.



17. Temporary Seeding of Disturbed/ Stockpiled Soils All disturbed areas where soil is temporarily exposed or stockpiled for more than one month shall be stabilized with a temporary seeding or ground cover.

18. Remove Temporary Erosion Controls Once a thick vegetative cover is established over all disturbed areas, all temporary erosion controls shall be removed from the project site and disposed of at an approved upland disposal facility.

CONSTRUCTION REQUIREMENTS

19. Avoid and Minimize Impacts to Protected Species Measures to avoid and minimize impacts to protected species during project construction and operation shall be employed in accordance with *Sheet No. SD1, On-Site Construction Laydown & Parking Area, Erosion & Sediment Control Notes & Details*, dated August 10, 2012; and *Sheet No. SD1, Remote Laydown Site Preliminary Site, Erosion and Sediment Control Notes and Details*, dated August 24, 2012.

20. Precautions Against Contamination of Waters All necessary precautions shall be taken to preclude contamination of any wetland or waterway by suspended solids, sediments, fuels, solvents, lubricants, epoxy coatings, paints, concrete, leachate or any other environmentally deleterious materials associated with the project.

21. Clean Fill Only All fill shall consist of clean soil, sand and/or gravel that is free of the following substances: asphalt, slag, fly ash, broken concrete, demolition debris, garbage, household refuse, tires, woody materials including tree or landscape debris, and metal objects. The introduction of materials toxic to aquatic life is expressly prohibited.

22. Storage Tanks Fuel or other chemical storage tanks shall be contained and located at all times in an area greater than 100 feet landward of a regulated wetland, water body or water course.

23. Reporting of Spills Any spillage of fuels, waste oils, other petroleum products or hazardous materials shall be reported to the Department's Spill Hotline (1-800-457- 7362) within 2 hours.

24. Leave Delineation Markers in Place Markers used to delineate/define the boundary of the wetland or the extent of the permitted structures shall be left in place and remain undisturbed until completion of construction activities and restoration of the impacted area.

POST-CONSTRUCTION REQUIREMENTS

25. Replace Lost Plantings The permittee is responsible for maintaining a 90% survival rate of wetland tree and shrub plantings in the Wetland Mitigation Area, in accordance with the monitoring and maintenance plan referenced in Condition 8. The permittee shall annually replace, in kind, all trees and shrubs that die if the survival rate is not met. Substitution of species and numbers shall only be made after approval by the Bureau of Habitat Biologist Heather Gierloff, DEC Region 3, and in accordance with the approved monitoring plan.

26. Wetland Mitigation Area Monitoring The Wetland Mitigation Area shall be monitored during the first three years post construction to ensure that mitigation goals identified in the Monitoring and Maintenance Plan are met, including a minimum 90% survival of tree plantings, in accordance with the monitoring and maintenance plan referenced in Condition 8. The permittee shall provide an annual



monitoring report to the Region 3 Bureau of Habitat detailing the status of the mitigation area and measures taken to maintain the area or meet mitigation goals. Reports shall detail plant survival and replacement, plant species present and percent cover, and photographs taken during the growing season. Detection and removal of invasive species shall be included in the report as well as use of the mitigation area by waterfowl and other wildlife.

WATER QUALITY CERTIFICATION SPECIFIC CONDITIONS

1. Water Quality Certification The NYS Department of Environmental Conservation hereby certifies that the subject project will not contravene effluent limitations or other limitations or standards under Sections 301, 302, 303, 306 and 307 of the Clean Water Act of 1977 (PL 95-217) provided that all of the conditions listed herein are met.

GENERAL CONDITIONS - Apply to ALL Authorized Permits:

1. Facility Inspection by The Department ECL 19-0305 The permitted site or facility, including relevant records, is subject to inspection at reasonable hours and intervals by an authorized representative of the Department of Environmental Conservation (the Department) to determine whether the permittee is complying with this permit and the ECL. Such representative may order the work suspended pursuant to ECL 71- 0301 and SAPA 401(3).

The permittee shall provide a person to accompany the Department's representative during an inspection to the permit area when requested by the Department.

A copy of this permit, including all referenced maps, drawings and special conditions, must be available for inspection by the Department at all times at the project site or facility. Failure to produce a copy of the permit upon request by a Department representative is a violation of this permit.

2. Relationship of this Permit to Other Department Orders and Determinations ECL 3-0301 (2) (m) Unless expressly provided for by the Department, issuance of this permit does not modify, supersede or rescind any order or determination previously issued by the Department or any of the terms, conditions or requirements contained in such order or determination.

3. Applications For Permit Renewals, Modifications or Transfers 6 NYCRR 621.11 The permittee must submit a separate written application to the Department for permit renewal, modification or transfer of this permit. Such application must include any forms or supplemental information the Department requires. Any renewal, modification or transfer granted by the Department must be in writing. Submission of applications for permit renewal, modification or transfer are to be submitted to:

Deputy Chief Permit Administrator
NYSDEC HEADQUARTERS
625 BROADWAY
ALBANY, NY12233



4. Submission of Renewal Application 6 NYCRR 621.11 The permittee must submit a renewal application at least 30 days before permit expiration for the following permit authorizations: Water Quality Certification, Air State Facility, Freshwater Wetlands.

5. Permit Modifications, Suspensions and Revocations by the Department 6 NYCRR 621.13 The Department reserves the right to exercise all available authority to modify, suspend or revoke this permit. The grounds for modification, suspension or revocation include:

- a. materially false or inaccurate statements in the permit application or supporting papers;
- b. failure by the permittee to comply with any terms or conditions of the permit;
- c. exceeding the scope of the project as described in the permit application;
- d. newly discovered material information or a material change in environmental conditions, relevant technology or applicable law or regulations since the issuance of the existing permit;
- e. noncompliance with previously issued permit conditions, orders of the commissioner, any provisions of the Environmental Conservation Law or regulations of the Department related to the permitted activity.

6. Permit Transfer 6 NYCRR 621.11 Permits are transferrable unless specifically prohibited by statute, regulation or another permit condition. Applications for permit transfer should be submitted prior to actual transfer of ownership.

NOTIFICATION OF OTHER PERMITTEE OBLIGATIONS

Item A: Permittee Accepts Legal Responsibility and Agrees to Indemnification

The permittee, excepting state or federal agencies, expressly agrees to indemnify and hold harmless the Department of Environmental Conservation of the State of New York, its representatives, employees, and agents ("DEC") for all claims, suits, actions, and damages, to the extent attributable to the permittee's acts or omissions in connection with the permittee's undertaking of activities in connection with, or operation and maintenance of, the facility or facilities authorized by the permit whether in compliance or not in compliance with the terms and conditions of the permit. This indemnification does not extend to any claims, suits, actions, or damages to the extent attributable to DEC's own negligent or intentional acts or omissions, or to any claims, suits, or actions naming the DEC and arising under Article 78 of the New York Civil Practice Laws and Rules or any citizen suit or civil rights provision under federal or state laws.

Item B: Permittee's Contractors to Comply with Permit

The permittee is responsible for informing its independent contractors, employees, agents and assigns of their responsibility to comply with this permit, including all special conditions while acting as the permittee's agent with respect to the permitted activities, and such persons shall be subject to the same sanctions for violations of the Environmental Conservation Law as those prescribed for the permittee.



Item C: Permittee Responsible for Obtaining Other Required Permits

The permittee is responsible for obtaining any other permits, approvals, lands, easements and rights-of-way that may be required to carry out the activities that are authorized by this permit.

Item D: No Right to Trespass or Interfere with Riparian Rights

This permit does not convey to the permittee any right to trespass upon the lands or interfere with the riparian rights of others in order to perform the permitted work nor does it authorize the impairment of any rights, title, or interest in real or personal property held or vested in a person not a party to the permit.

New York State
Department of Environmental Conservation



The Department of Environmental Conservation (DEC) has issued permit(s) pursuant to the Environmental Conservation Law for work being conducted at this site. For further information regarding the nature and extent of the approved work and any Department conditions applied to the approval, contact the Regional Permit Administrator listed below. Please refer to the permit number shown when contacting the DEC.

Regional Permit Administrator

Permit Number _____

Expiration Date _____

NOTE: This notice is **NOT** a permit

