



UNITED STATES
NUCLEAR REGULATORY COMMISSION

WASHINGTON, D.C. 20555-0001

January 12, 2001

Mr. Oliver D. Kingsley, President
Nuclear Generation Group
Commonwealth Edison Company
Executive Towers West III
1400 Opus Place, Suite 500
Downers Grove, IL 60515

**SUBJECT: LASALLE COUNTY STATION, UNITS 1, AND 2; ISSUANCE OF
CONFORMING AMENDMENT RE: TRANSFER OF LICENSES TO EXELON
GENERATION COMPANY, LLC (TAC NOS. MB0812, AND MB0813)**

Dear Mr. Kingsley:

By application dated December 20, 1999, as supplemented January 14, March 10, March 23, March 29, and June 16, 2000, Commonwealth Edison Company (ComEd) requested approval of the transfer of ComEd's interests in the Title 10 Code of Federal Regulations Part 50 Facility Operating Licenses for LaSalle County Station, Units 1 and 2 to a new generating company, Exelon Generation Company, LLC (Exelon Generation Company) pursuant to Section 50.80 of Title 10 of the Code of Federal Regulations. ComEd requested the NRC's consent to authorize Exelon Generation Company to possess, use, and operate the LaSalle facility. The application also requested NRC approval of conforming license amendments. On August 3, 2000, the NRC issued Orders approving the transfer. The Orders also approved conforming license amendments to be issued at the time the transfers were completed.

In a letter dated December 21, 2000, ComEd notified the NRC that the closing of the license transfers was anticipated to occur as early as January 5, 2001. In a subsequent telephone call, ComEd staff indicated that the transfers would occur on January 10, 2001.

By letter dated January 5, 2001, Exelon Generating Company provided documentary evidence that it has obtained the appropriate amount of insurance required by 10 CFR Part 140.

Accordingly, the Commission has issued the enclosed Amendment No. 146 to Facility Operating License No. NPF-11 and Amendment No. 132 to Facility Operating License NPF-18 for LaSalle County Station, Units 1 and 2, respectively. The conforming amendments reflect the transfer of ComEd's ownership of these units from ComEd to Exelon Generation Company. The safety evaluation supporting the conforming amendments was enclosed with the Orders issued on August 3, 2000.

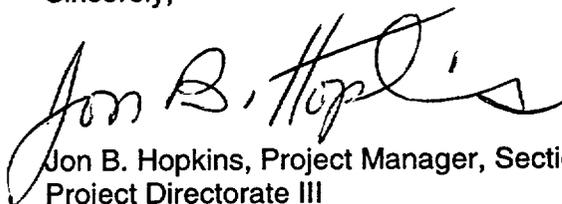
Mr. O. Kingsley

- 2 -

Enclosure 3 contains three copies of Indemnity Agreement No. B-84 Amendment No. 7, which is required in connection with the transfer of the license. Please keep two copies for your records and sign and return the other copy.

Notice of Issuance will be included in the Commission's Biweekly *Federal Register* Notice.

Sincerely,



Jon B. Hopkins, Project Manager, Section 2
Project Directorate III
Division of Licensing Project Management
Office of Nuclear Reactor Regulation

Docket Nos. 50-373 and 50-374

Enclosures: 1. Amendment No. 146 to NPF-11
2. Amendment No. 132 to NPF-18
3. Indemnity Agreement

cc w/encls: See next page

Mr. O. Kingsley

- 2 -

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Notice of Issuance will be included in the Commission's Biweekly *Federal Register* Notice.

Sincerely,

/RA/

Jon B. Hopkins, Project Manager, Section 2
Project Directorate III
Division of Licensing Project Management
Office of Nuclear Reactor Regulation

Docket Nos. 50-373 and 50-374

- Enclosures: 1. Amendment No. 146 to NPF-11
- 2. Amendment No. 132 to NPF-18
- 3. Indemnity Agreement

cc w/encls: See next page

DISTRIBUTION

PUBLIC	ACRS	GGrant, RIII
PDIII-2 Reading	AMendiola	OPA
GDick	Wbeckner	JHopkins
THarris	SCollins/RZimmerman	
OGC	SECY	
VDricks	GHill (4)	

OFFICE	PM:PD3-1/2	PM:PD3-2	LA:PD3-2	SC:PD3-2	D:NBR
NAME	GDick <i>GD</i>	JHopkins <i>JH</i>	THarris <i>JH</i>	AMendiola <i>AM</i>	SCollins
DATE	1/25/01	1/5/01	1/5/01	1/9/01	1/09/01

DOCUMENT NAME: G:\PDIII-2\lasalle\license.xfer.conforming.amend.wpd

OFFICIAL RECORD COPY

O. Kingsley
Commonwealth Edison Company

LaSalle County Station
Units 1 and 2

cc:

Phillip P. Steptoe, Esquire
Sidley and Austin
One First National Plaza
Chicago, Illinois 60603

Robert Cushing, Chief, Public Utilities Division
Illinois Attorney General's Office
100 W. Randolph Street
Chicago, Illinois 60601

Assistant Attorney General
100 W. Randolph St. Suite 12
Chicago, Illinois 60601

Document Control Desk-Licensing
Commonwealth Edison Company
1400 Opus Place, Suite 400
Downers Grove, Illinois 60515

U.S. NRC-LaSalle Resident Inspectors Office
2605 N. 21st Road
Marseilles, Illinois 61341-9756

Commonwealth Edison Company
Site Vice President - LaSalle
2601 N. 21st Road
Marseilles, Illinois 61341-9757

Chairman
LaSalle County Board
707 Etna Road
Ottawa, Illinois 61350

Mr. David Helwig
Senior Vice President
Commonwealth Edison Company
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Downers Grove, Illinois 60515

Attorney General
500 S. Second Street
Springfield, Illinois 62701

Mr. Gene H. Stanley
Vice President - Nuclear Operations
Commonwealth Edison Company
Executive Towers West III
1400 Opus Place, Suite 900
Downers Grove, Illinois 60515

Chairman
Illinois Commerce Commission
527 E. Capitol Avenue, Leland Building
Springfield, Illinois 62706

Illinois Department of Nuclear Safety
Office of Nuclear Facility Safety
1035 Outer Park Drive
Springfield, Illinois 62704

Mr. Christopher Crane
Senior VP - Nuclear Operations
Commonwealth Edison Company
Executive Towers West III
1400 Opus Place, Suite 900
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Regional Administrator
U.S. NRC, Region III
801 Warrenville Road
Lisle, Illinois 60532-4351

Commonwealth Edison Company
LaSalle Station Manager
2601 N. 21st Road
Marseilles, Illinois 61341-9757

O. Kingsley
Commonwealth Edison Company

- 2 -

LaSalle County Station
Units 1 and 2

Mr. R. M. Krich
Vice President - Regulatory Services
Commonwealth Edison Company
Executive Towers West III
1400 Opus Place, Suite 500
Downers Grove, Illinois 60515

Commonwealth Edison Company
Reg. Assurance Supervisor - LaSalle
2601 N. 21st Road
Marseilles, Illinois 61341-9757

Ms. Pamela B. Stroebel
Senior Vice President and General Counsel
Commonwealth Edison Company
P.O. Box 767
Chicago, Illinois 60690-0767



UNITED STATES
NUCLEAR REGULATORY COMMISSION
WASHINGTON, D.C. 20555-0001

COMMONWEALTH EDISON COMPANY

DOCKET NO. 50-373

LASALLE COUNTY STATION, UNIT 1

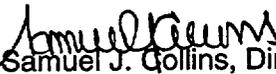
AMENDMENT TO FACILITY OPERATING LICENSE

Amendment No. 146
License No. NPF-11

1. The Nuclear Regulatory Commission (the Commission) has found that:
 - A. The application for amendment filed by the Commonwealth Edison Company (the licensee), dated December 20, 1999, as supplemented January 14, March 10, March 23, March 29 and June 16, 2000, complies with the standards and requirements of the Atomic Energy Act of 1954, as amended (the Act), and the Commission's regulations set forth in 10 CFR Chapter I;
 - B. The facility will operate in conformity with the application, the provisions of the Act, and the regulations of the Commission;
 - C. There is reasonable assurance (i) that the activities authorized by this amendment can be conducted without endangering the health and safety of the public, and (ii) that such activities will be conducted in compliance with the Commission's regulations set forth in 10 CFR Chapter I;
 - D. The issuance of this amendment will not be inimical to the common defense and security or to the health and safety of the public; and
 - E. The issuance of this amendment is in accordance with 10 CFR Part 51 of the Commission's regulations and all applicable requirements have been satisfied.
2. Accordingly, the Facility Operating License No. NPF-11 is amended as indicated in the attachment to this license amendment.

3. This license amendment is effective as of the date of its issuance and shall be implemented within 30 days.

FOR THE NUCLEAR REGULATORY COMMISSION


Samuel J. Gollins, Director
Office of Nuclear Reactor Regulation

Attachment: Changes to the License

Date of Issuance: January 12, 2001

ATTACHMENT TO LICENSE AMENDMENT NO. 146

FACILITY OPERATING LICENSE NO. NPF-11

DOCKET NO. 50-373

Revise the License by removing the pages identified below and inserting the attached pages. The revised pages are identified by the captioned amendment number and contain marginal lines indicating the area of change.

Remove Pages

1
2
3
10
16a

Appendix A cover page
Appendix A page 6-2
Appendix B cover page

Insert Pages

1
2
3
10
16a
16a1
16a2
Appendix A cover page
Appendix A page 6-2
Appendix B cover page



UNITED STATES
NUCLEAR REGULATORY COMMISSION
WASHINGTON, D.C. 20555-0001

EXELON GENERATION COMPANY, LLC

DOCKET NO. 50-373

LA SALLE COUNTY STATION, UNIT 1

FACILITY OPERATING LICENSE

License No. NPF-11

1. The Nuclear Regulatory Commission (the Commission or the NRC) having found that:
 - A. The application for a license filed by the applicant* complies with the standards and requirements of the Atomic Energy Act of 1954, as amended (the Act), and the Commission's regulations set forth in 10 CFR Chapter I, and all required notifications to other agencies or bodies have been duly made;
 - B. Construction of the LaSalle County Station, Unit 1 (the facility), has been substantially completed in conformity with Construction Permit No. CPPR-99 and the application, as amended, the provisions of the Act, and the regulations of the Commission;
 - C. The facility will operate in conformity with the application, as amended, the provisions of the Act, and the regulations of the Commission;
 - D. There is reasonable assurance: (i) that the activities authorized by this operating license can be conducted without endangering the health and safety of the public, and (ii) that such activities will be conducted in compliance with the Commission's regulations set forth in 10 CFR Chapter I;
 - E. Exelon Generation Company, LLC is technically qualified to engage in the activities authorized by this operating license in accordance with the Commission's regulations set forth in 10 CFR Chapter I;
 - F. Exelon Generation Company, LLC has satisfied the applicable provisions of 10 CFR Part 140, "Financial Protection Requirements and Indemnity Agreements," of the Commission's regulations;
 - G. The issuance of this license will not be inimical to the common defense and security or to the health and safety of the public;

*The Nuclear Regulatory Commission approved the transfer of the license from Commonwealth Edison Company to Exelon Generation Company, LLC on August 3, 2000.

- H. After weighing the environmental, economic, technical, and other benefits of the facility against environmental and other costs and considering available alternatives, the issuance of Facility Operating License No. NPF-11, subject to the conditions for protection of the environment set forth herein, is in accordance with 10 CFR Part 51 of the Commission's regulations and all applicable requirements have been satisfied; and
 - I. The receipt, possession, and use of source, byproduct and special nuclear material as authorized by this license will be in accordance with the Commission's regulations in 10 CFR Parts 30, 40 and 70.
2. Based on the foregoing findings regarding this facility, Facility Operating License NPF-11 is hereby issued to the Exelon Generation Company, LLC (EGC or the licensee) to read as follows:
- A. This license applies to the LaSalle County Station, Unit 1, a boiling water nuclear reactor and associated equipment, owned by the licensee. The facility is located in Brookfield Township, LaSalle County, Illinois, and is described in the licensee's "Final Safety Analysis Report," as supplemented and amended, and in the licensee's Environmental Report, as supplemented and amended.
 - B. Subject to the conditions and requirements incorporated herein, the Commission hereby licenses:
 - (1) Exelon Generation Company, LLC, pursuant to Section 103 of the Act and 10 CFR Part 50, "Licensing of Production and Utilization Facilities," to possess, use, and operate the facility at the designated location in Brookfield Township, LaSalle County, Illinois, in accordance with the procedures and limitations set forth in this license;
 - (2) Exelon Generation Company, LLC, pursuant to the Act and 10 CFR Part 70, to receive, possess and use at any time special nuclear material as reactor fuel, in accordance with the limitations for storage and amounts required for reactor operation, as described in the Final Safety Analysis Report, as supplemented and amended;
 - (3) Exelon Generation Company, LLC, pursuant to the Act and 10 CFR Parts 30, 40, and 70, to receive, possess, and use at any time any byproduct, source and special nuclear material as sealed neutron sources for reactor startup, sealed sources for reactor instrumentation and radiation monitoring equipment calibration, and as fission detectors in amounts as required;

- (4) Exelon Generation Company, LLC, pursuant to the Act and 10 CFR Parts 30, 40, and 70, to receive, possess, and use in amounts as required any byproduct, source or special nuclear material without restriction to chemical or physical form, for sample analysis or instrument calibration or associated with radioactive apparatus or components; and
- (5) Exelon Generation Company, LLC, pursuant to the Act and 10 CFR Parts 30, 40, and 70, to possess, but not separate, such byproduct and special nuclear materials as may be produced by the operation of LaSalle County Station, Units 1 and 2.

C. This license shall be deemed to contain and is subject to the conditions specified in the Commission's regulations set forth in 10 CFR Chapter I and is subject to all applicable provisions of the Act and to the rules, regulations, and orders of the Commission now or hereafter in effect; and is subject to the additional conditions specified or incorporated below:

(1) Maximum Power Level

The licensee is authorized to operate the facility at reactor core power levels not in excess of full power (3489 megawatts thermal).

(2) Technical Specifications and Environmental Protection Plan

The Technical Specifications contained in Appendix A, as revised through Amendment No. 146 , and the Environmental Protection Plan contained in Appendix B, are hereby incorporated in the license. The licensee shall operate the facility in accordance with the Technical Specifications and the Environmental Protection Plan.

(3) Conduct of Work Activities During Fuel Load and Initial Startup

The licensee shall review by committee all Unit 1 Preoperational Testing and System Demonstration activities performed concurrently with Unit 1 initial fuel loading or with the Unit 1 Startup Test Program to assure that the activity will not affect the safe performance of the Unit 1 fuel loading or the portion of the Unit 1 Startup Program being performed. The review shall address, as a minimum, system interaction, span of control, staffing, security and health physics, with respect to performance of the activity concurrently with the Unit 1 fuel loading or the portion of the Unit 1 Startup Program being performed. The committee for the review shall be composed of at least three members, knowledgeable in the above areas, and who meet the qualifications for professional-technical personnel specified by

(26) DELETED

(27) Industrial Security (Section 13.6, SER, SSER #3)

The licensee shall fully implement and maintain in effect all provisions of the Commission approved physical security, guard training and qualification, and safeguards contingency plans including amendments made pursuant to provisions of the Miscellaneous Amendments and Search Requirements revisions to 10 CFR 73.55 (51 FR 27817 and 27822) and to the authority of 10 CFR 50.90 and 10 CFR 50.54(p). The plans, which contain Safeguards Information protected under 10 CFR 73.21, are entitled: "LaSalle County Nuclear Power Station Security Plan," with revisions submitted through June 1, 1988; "LaSalle County Nuclear Power Station Security Personnel Training and Qualification Plan," with revisions submitted through June 13, 1986; and "LaSalle County Nuclear Power Station Safeguards Contingency Plan," with revisions submitted through February 16, 1984. Changes made in accordance with 10 CFR 73.55 shall be implemented in accordance with the schedule set forth therein.

(34) Deleted.

(35) Surveillance Interval Extension

The performance interval for those surveillance requirements identified in the licensee's request for surveillance interval extension dated April 11, 1995, shall be extended to April 5, 1996, to coincide with the Unit 1 seventh refueling outage schedule. The extended interval shall not exceed a total of 25.1 months for 18 month surveillances.

(36) Relocated Technical Specifications

The licensee shall relocate certain technical specification requirements to licensee-controlled documents as described below. The location of these requirements shall be retained by the licensee.

a. This license condition approves the relocation of certain technical specification requirements to licensee-controlled documents (UFSAR), as described in the licensee's application dated October 31, 1996. The approval is documented in the staff's safety evaluation dated January 29, 1997. This license condition is effective as of its date of issuance by Amendment No. 117 and shall be implemented within 90 days from the date of issuance. Implementation shall include the relocation of technical specifications requirements to the appropriate licensee-controlled document as identified in the licensee's application dated October 31, 1996.

(37) The licensee is prohibited from loading and shuffling any fuel assemblies within the reactor pressure vessel unless all control rods are fully inserted during refueling in Mode 5.

(38) Exelon Generation Company, LLC shall provide the Director of the Office of Nuclear Reactor Regulation, a copy of any application, at the time it is filed, to transfer (excluding grants of security interests or liens) from Exelon Generation Company, LLC to its direct or indirect parent, or to any other affiliated company, facilities for the production, transmission, or distribution of electric energy having a depreciated book value exceeding ten percent (10%) of Exelon Generation Company, LLC's consolidated net utility plant, as recorded on Exelon Generation Company, LLC's books of account.

(39) Exelon Generation Company, LLC shall have decommissioning trust funds for LaSalle, Unit 1, in the following minimum amount, when LaSalle, Unit 1, is transferred to Exelon Generation Company, LLC:

LaSalle, Unit 1	\$226,262,522
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- (40) The decommissioning trust agreement for LaSalle, Unit 1, at the time the transfer of the unit to Exelon Generation Company, LLC is effected and thereafter, is subject to the following:
- (a) The decommissioning trust agreement must be in a form acceptable to the NRC.
 - (b) With respect to the decommissioning trust fund, investments in the securities or other obligations of Exelon Corporation or affiliates thereof, or their successors or assigns are prohibited. Except for investments tied to market indexes or other non-nuclear sector mutual funds, investments in any entity owning one or more nuclear power plants are prohibited.
 - (c) The decommissioning trust agreement for LaSalle, Unit 1, must provide that no disbursements or payments from the trust shall be made by the trustee unless the trustee has first given the Director of the Office of Nuclear Reactor Regulation, 30 days prior written notice of payment. The decommissioning trust agreement shall further contain a provision that no disbursements or payments from the trust shall be made if the trustee receives prior written notice of objection from the NRC.
 - (d) The decommissioning trust agreement must provide that the agreement can not be amended in any material respect without 30 days prior written notification to the Director of the Office of Nuclear Reactor Regulation.
 - (e) The appropriate section of the decommissioning trust agreement shall state that the trustee, investment advisor, or anyone else directing the investments made in the trust shall adhere to a "prudent investor" standard, as specified in 18 CFR 35.32(a)(3) of the Federal Energy Regulatory Commission's regulations.
- (41) Exelon Generation Company, LLC shall take all necessary steps to ensure that the decommissioning trust is maintained in accordance with the application for approval of the transfer of the LaSalle, Unit 1, license and the requirements of the Order approving the transfer, and consistent with the safety evaluation supporting the Order.

- D. The facility requires exemptions from certain requirements of 10 CFR Part 50, 10 CFR Part 70, and 10 CFR Part 73. These include:
- (a) Exemptions from certain requirements of Appendices G, H and J and 10 CFR Part 73 are described in the Safety Evaluation Report and Supplement No. 1, No. 2 and No. 3 to the Safety Evaluation Report.
 - (b) An exemption was requested until the completion of the first refueling from the requirements of 10 CFR 70.24.
 - (c) An exemption from 10 CFR Part 50, Appendix E from performing a full scale exercise within one year before issuance of an operating license, both exemptions (b) and (c) are described in Supplement No. 2 of the Safety Evaluation Report.

EXELON GENERATION COMPANY, LLC

LASALLE COUNTY STATION

UNIT 1

(LASALLE - UNIT 1)

TECHNICAL SPECIFICATIONS

APPENDIX "A"

TO

LICENSE NO. NPF-11

ADMINISTRATIVE CONTROLS

1. At least one licensed Reactor Operator shall be in the control room when fuel is in the reactor. In addition, while the reactor is in OPERATIONAL CONDITION 1, 2 or 3, at least one licensed Senior Reactor Operator who has been designated by the Shift Manager to assume the control room direction responsibility shall be in the Control Room.
2. A radiation protection technician* shall be on site when fuel is in the reactor.
3. All CORE ALTERATIONS shall be observed and directly supervised by either a licensed Senior Reactor Operator or Senior Reactor Operator Limited to Fuel Handling who has no other concurrent responsibilities during this operation.
4. DELETED
5. The Independent Safety Engineering Group (ISEG) shall function to examine unit operating characteristics, NRC issuances, industry advisories, Licensee Event Reports and other sources of plant design and operating experience information, including plants of similar design, which may indicate areas for improving unit safety. The ISEG shall be composed of at least three, dedicated, full-time engineers of multi-disciplines located on site and shall be augmented on a part-time basis by personnel from other parts of the Exelon Generation Company, LLC organization to provide expertise not represented in the group. The ISEG shall be responsible for maintaining surveillance of unit activities to provide independent verification# that these activities are performed correctly and that human errors are reduced as much as practical. The ISEG shall make detailed recommendations for revised procedures, equipment modifications, maintenance activities, operations activities or other means of improving unit safety to the Manager of Quality and Safety Assessment and the Plant Manager.
6. The Shift Technical Advisor shall provide advisory technical support to the Shift Manager in the areas of thermal hydraulics, reactor engineering, and plant analysis with regard to the safe operation of the unit.

* The radiation protection technician position may be less than the minimum requirement for a period of time not to exceed two hours in order to accommodate unexpected absence provided immediate action is taken to fill the required position.

Not responsible for sign-off feature.

APPENDIX B

TO FACILITY LICENSE NO. NPF-11

LASALLE COUNTY STATION

UNITS 1 AND 2

EXELON GENERATION COMPANY, LLC

DOCKET NOS. 50-373 AND 50-374

ENVIRONMENTAL PROTECTION PLAN



UNITED STATES
NUCLEAR REGULATORY COMMISSION
WASHINGTON, D.C. 20555-0001

COMMONWEALTH EDISON COMPANY

DOCKET NO. 50-374

LASALLE COUNTY STATION, UNIT 2

AMENDMENT TO FACILITY OPERATING LICENSE

Amendment No. 132
License No. NPF-18

1. The Nuclear Regulatory Commission (the Commission) has found that:
 - A. The application for amendment filed by the Commonwealth Edison Company (the licensee), dated December 20, 1999, as supplemented January 14, March 10, March 23, March 29 and June 16, 2000, complies with the standards and requirements of the Atomic Energy Act of 1954, as amended (the Act), and the Commission's regulations set forth in 10 CFR Chapter I;
 - B. The facility will operate in conformity with the application, the provisions of the Act, and the regulations of the Commission;
 - C. There is reasonable assurance (i) that the activities authorized by this amendment can be conducted without endangering the health and safety of the public, and (ii) that such activities will be conducted in compliance with the Commission's regulations set forth in 10 CFR Chapter I;
 - D. The issuance of this amendment will not be inimical to the common defense and security or to the health and safety of the public; and
 - E. The issuance of this amendment is in accordance with 10 CFR Part 51 of the Commission's regulations and all applicable requirements have been satisfied.
2. Accordingly, the Facility Operating License No. NPF-18 is amended as indicated in the attachment to this license amendment.

3. This license amendment is effective as of the date of its issuance and shall be implemented within 30 days.

FOR THE NUCLEAR REGULATORY COMMISSION


Samuel J. Collins, Director
Office of Nuclear Reactor Regulation

Attachment: Changes to the License

Date of Issuance: January 12, 2001

ATTACHMENT TO LICENSE AMENDMENT NO. 132

FACILITY OPERATING LICENSE NO. NPF-18

DOCKET NO. 50-374

Revise the License by removing the pages identified below and inserting the attached pages. The revised pages are identified by the captioned amendment number and contain marginal lines indicating the area of change.

Remove Pages

1
2
7
9a

Appendix A cover page
Appendix A page 6-2
Appendix B cover page

Insert Pages

1
2
7
9a
9b

Appendix A cover page
Appendix A page 6-2
Appendix B cover page



UNITED STATES
NUCLEAR REGULATORY COMMISSION
WASHINGTON, D.C. 20555-0001

EXELON GENERATION COMPANY, LLC

DOCKET NO. 50-374

LASALLE COUNTY STATION, UNIT 2

FACILITY OPERATING LICENSE

License No. NPF-18

1. The Nuclear Regulatory Commission (the Commission or the NRC) having found that:
 - A. The application for a license filed by the applicant* complies with the standards and requirements of the Atomic Energy Act of 1954, as amended (the Act), and the Commission's regulations set forth in 10 CFR Chapter I, and all required notifications to other agencies or bodies have been duly made;
 - B. Construction of the LaSalle County Station, Unit 2 (the facility), has been substantially completed in conformity with Construction Permit No. CPPR-100 and the application, as amended, the provisions of the Act, and the regulations of the Commission;
 - C. The facility will operate in conformity with the application, as amended, the provisions of the Act, and the regulations of the Commission (except as exempted from compliance in Section 2.D below);
 - D. There is reasonable assurance: (i) that the activities authorized by this operating license can be conducted without endangering the health and safety of the public, and (ii) that such activities will be conducted in compliance with the Commission's regulations set forth in 10 CFR Chapter I;
 - E. Exelon Generation Company, LLC is technically qualified to engage in the activities authorized by this license in accordance with the Commission's regulations set forth in 10 CFR Chapter I;
 - F. Exelon Generation Company, LLC has satisfied the applicable provisions of 10 CFR Part 140, "Financial Protection Requirements and Indemnity Agreements," of the Commission's regulations;
 - G. The issuance of this license will not be inimical to the common defense and security or to the health and safety of the public;

*The Nuclear Regulatory Commission approved the transfer of the license from Commonwealth Edison Company to Exelon Generation Company, LLC on August 3, 2000.

- H. After weighing the environmental, economic, technical, and other benefits of the facility against environmental and other costs and considering available alternatives, the issuance of Facility Operating License No. NPF-18, subject to the conditions for protection of the environment set forth in the Environmental Protection Plan attached as Appendix B, is in accordance with 10 CFR Part 51 of the Commission's regulations and all applicable requirements have been satisfied; and
 - I. The receipt, possession, and use of source, byproduct and special nuclear material as authorized by this license will be in accordance with the Commission's regulations in 10 CFR Parts 30, 40 and 70.
2. Based on the foregoing findings regarding this facility, Facility Operating License NPF-18 is hereby issued to the Exelon Generation Company, LLC (EGC or the licensee) to read as follows:
- A. This license applies to the LaSalle County Station, Unit 2, a boiling water nuclear reactor and associated equipment, owned by the licensee. The facility is located in Brookfield Township, LaSalle County, Illinois, and is described in the licensee's "Final Safety Analysis Report," as supplemented and amended, and in the licensee's Environmental Report, as supplemented and amended.
 - B. Subject to the conditions and requirements incorporated herein, the Commission hereby licenses EGC:
 - (1) Pursuant to Section 103 of the Act and 10 CFR Part 50, "Licensing of Production and Utilization Facilities," to possess, use, and operate the facility at the designated location in Brookfield Township, LaSalle County, Illinois, in accordance with the procedures and limitations set forth in this license;
 - (2) Pursuant to the Act and 10 CFR Part 70, to receive, possess and use at any time special nuclear material as reactor fuel, in accordance with the limitations for storage and amounts required for reactor operation, as described in the Final Safety Analysis Report, as supplemented and amended;
 - (3) Pursuant to the Act and 10 CFR Parts 30, 40, and 70, to receive, possess, and use at any time any byproduct, source and special nuclear material as sealed neutron sources for reactor startup, sealed sources for reactor instrumentation and radiation monitoring equipment calibration, and as fission detectors in amounts as required;
 - (4) Pursuant to the Act and 10 CFR Parts 30, 40, and 70, to receive, possess, and use in amounts as required any byproduct, source or special nuclear material without restriction to chemical or physical form, for sample analysis or instrument calibration or associated with radioactive apparatus or components; and

(16) Industrial Security (Section 13.6, SER, SSER #3, SSER #5)

The licensee shall fully implement and maintain in effect all provisions of the Commission approved physical security, guard training and qualification, and safeguards contingency plans including amendments made pursuant to provisions of the Miscellaneous Amendments and Search Requirements revisions to 10 CFR 73.55 (51 FR 27817 and 27822) and to the authority of 10 CFR 50.90 and 10 CFR 50.54(p). The plans, which contain Safeguards Information protected under 10 CFR 73.21, are entitled "LaSalle County Nuclear Station Security Plan," with revisions submitted through June 1, 1988, "LaSalle County Nuclear Power Station Security Personnel Training and Qualification Plan," with revisions submitted through June 13, 1986, and "LaSalle County Nuclear Power Station Safeguards Contingency Plan," with revisions submitted through February 16, 1984. Changes made in accordance with 10 CFR 73.55 shall be implemented in accordance with the schedule set forth therein.

(20) Relocated Technical Specifications

The licensee shall relocate certain technical specification requirements to licensee-controlled documents as described below. The location of these requirements shall be retained by the licensee.

- a. This license condition approves the relocation of certain technical specification requirements to licensee-controlled documents (UFSAR), as described in the licensee's application dated October 31, 1996. The approval is documented in the staff's safety evaluation dated January 29, 1997. This license condition is effective as of its date of issuance by Amendment No. 102 and shall be implemented within 90 days from the date of issuance. Implementation shall include the relocation of technical specifications requirements to the appropriate licensee-controlled document as identified in the licensee's application dated October 31, 1996.

- (21) The licensee is prohibited from loading and shuffling any fuel assemblies within the reactor pressure vessel unless all control rods are fully inserted during refueling in Mode 5.
- (22) EGC shall provide the Director of the Office of Nuclear Reactor Regulation a copy of any application, at the time it is filed, to transfer (excluding grants of security interests or liens) from EGC to its direct or indirect parent, or to any other affiliated company, facilities for the production, transmission, or distribution of electric energy having a depreciated book value exceeding ten percent (10%) of EGC's consolidated net utility plant, as recorded on EGC's books of account.
- (23) EGC shall have decommissioning trust funds for LaSalle, Unit 2, in the following minimum amount, when LaSalle, Unit 2, is transferred to EGC:
- | | |
|-----------------|---------------|
| LaSalle, Unit 2 | \$221,885,059 |
|-----------------|---------------|
- (24) The decommissioning trust agreement for LaSalle, Unit 2, at the time the transfer of the unit to EGC is effected and thereafter, is subject to the following:
- (a) The decommissioning trust agreement must be in a form acceptable to the NRC.

- (b) With respect to the decommissioning trust fund, investments in the securities or other obligations of Exelon Corporation or affiliates thereof, or their successors or assigns are prohibited. Except for investments tied to market indexes or other non-nuclear sector mutual funds, investments in any entity owning one or more nuclear power plants are prohibited.
 - (c) The decommissioning trust agreement for LaSalle, Unit 2, must provide that no disbursements or payments from the trust shall be made by the trustee unless the trustee has first given the Director of the Office of Nuclear Reactor Regulation 30 days prior written notice of payment. The decommissioning trust agreement shall further contain a provision that no disbursements or payments from the trust shall be made if the trustee receives prior written notice of objection from the NRC.
 - (d) The decommissioning trust agreement must provide that the agreement can not be amended in any material respect without 30 days prior written notification to the Director of the Office of Nuclear Reactor Regulation.
 - (e) The appropriate section of the decommissioning trust agreement shall state that the trustee, investment advisor, or anyone else directing the investments made in the trust shall adhere to a "prudent investor" standard, as specified in 18 CFR 35.32(a)(3) of the Federal Energy Regulatory Commission's regulations.
- (25) EGC shall take all necessary steps to ensure that the decommissioning trust is maintained in accordance with the application for approval of the transfer of the LaSalle, Unit 2, license and the requirements of the Order approving the transfer, and consistent with the safety evaluation supporting the Order.

EXELON GENERATION COMPANY, LLC

LASALLE COUNTY STATION

UNIT 2

(LASALLE - UNIT 2)

TECHNICAL SPECIFICATIONS

APPENDIX "A"

TO

LICENSE NO. NPF-18

1. At least one licensed Reactor Operator shall be in the control room when fuel is in the reactor. In addition, while the reactor is in OPERATIONAL CONDITION 1, 2 or 3, at least one licensed Senior Reactor Operator who has been designated by the Shift Manager to assume the control room direction responsibility shall be in the Control Room.
2. A radiation protection technician* shall be on site when fuel is in the reactor.
3. All CORE ALTERATIONS shall be observed and directly supervised by either a licensed Senior Reactor Operator or Senior Reactor Operator Limited to Fuel Handling who has no other concurrent responsibilities during this operation.
4. DELETED
5. The Independent Safety Engineering Group (ISEG) shall function to examine unit operating characteristics, NRC issuances, industry advisories, Licensee Event Reports and other sources of plant design and operating experience information, including plants of similar design, which may indicate areas for improving unit safety. The ISEG shall be composed of at least three, dedicated, full-time engineers of multi-disciplines located on site and shall be augmented on a part-time basis by personnel from other parts of the Exelon Generation Company, LLC organization to provide expertise not represented in the group. The ISEG shall be responsible for maintaining surveillance of unit activities to provide independent verification# that these activities are performed correctly and that human errors are reduced as much as practical. The ISEG shall make detailed recommendations for revised procedures, equipment modifications, maintenance activities, operations activities or other means of improving unit safety to the Manager of Quality and Safety Assessment and the Plant Manager.
6. The Shift Technical Advisor shall provide advisory technical support to the Shift Manager in the areas of thermal hydraulics, reactor engineering, and plant analysis with regard to the safe operation of the unit.

* The radiation protection technician position may be less than the minimum requirement for a period of time not to exceed two hours in order to accommodate unexpected absence provided immediate action is taken to fill the required position.

Not responsible for sign-off feature.

APPENDIX B

TO FACILITY LICENSE NOS. NPF-11 AND NPF-18

LASALLE COUNTY STATION

UNITS 1 AND 2

EXELON GENERATION COMPANY, LLC

DOCKET NOS. 50-373 AND 50-374

ENVIRONMENTAL PROTECTION PLAN



UNITED STATES
NUCLEAR REGULATORY COMMISSION
WASHINGTON, D.C. 20555-0001

January 12, 2001

Docket Nos. 50-373
50-374

AMENDMENT TO INDEMNITY AGREEMENT NO. B-84
AMENDMENT NO. 7

Effective January 12, 2001, Indemnity Agreement No. B-84, between Commonwealth Edison Company and the Nuclear Regulatory Commission, dated September 25, 1978, as amended, is hereby further amended as follows:

Delete the name "Commonwealth Edison Company" and substitute the name "Exelon Generation Company, LLC"

FOR THE UNITED STATES NUCLEAR REGULATORY COMMISSION

Cynthia A. Carpenter

Cynthia A. Carpenter, Chief
Generic Issues, Environmental, Financial
and Rulemaking Branch
Division of Regulatory Improvement Programs
Office of Nuclear Reactor Regulation

Accepted _____, 2001

Accepted _____, 2001

By _____
Commonwealth Edison Company

By _____
Exelon Generation Company, LLC



UNITED STATES
NUCLEAR REGULATORY COMMISSION
WASHINGTON, D.C. 20555-0001

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Accepted _____, 2001

Accepted _____, 2001

By _____
Commonwealth Edison Company

By _____
Exelon Generation Company, LLC



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