

October 12, 2001

Mr. J. A. Price
Vice President - Nuclear Technical Services - Millstone
Dominion Nuclear Connecticut, Inc.
c/o Mr. David A. Smith
Rope Ferry Road
Waterford, CT 06385

SUBJECT: NOTICE OF CONSIDERATION OF APPROVAL OF APPLICATION
REGARDING PROPOSED CORPORATE RESTRUCTURING AND
OPPORTUNITY FOR A HEARING - MILLSTONE NUCLEAR POWER
STATION, UNITS 1, 2, AND 3 (TAC NOS. MB2850, MB2851, AND MB2852)

Dear Mr. Price:

Enclosed is a copy of a "Notice of Consideration of Approval of Application Regarding Proposed Corporate Restructuring and Opportunity for a Hearing" related to the application dated August 17, 2001, filed by Dominion Nuclear Connecticut, Inc. The application (pursuant to 10 CFR 50.80) seeks approval of the indirect transfer of the Millstone Nuclear Power Station, Units 1, 2, and 3, Facility Operating Licenses Nos. DPR-21, DPR-65, and NPF-49, to the extent such would be effected by a change in the structure of the corporate entities that own Dominion Nuclear Connecticut, Inc. Dominion Energy Holdings, Inc. will become an intermediary and indirect parent company of Dominion Nuclear Connecticut, Inc., and Dominion Energy, Inc. will become Dominion Energy, LLC.

This notice is being forwarded to the Office of the Federal Register for publication.

Sincerely,

/RA/

John Harrison, Project Manager, Section 2
Project Directorate I
Division of Licensing Project Management
Office of Nuclear Reactor Regulation

Docket Nos. 50-245, 50-336, and
50-423

Enclosure: Notice

cc w/encl: See next page

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Millstone Nuclear Power Station
Units 1, 2, and 3

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Millstone Nuclear Power Station
Units 1, 2, and 3

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UNITED STATES NUCLEAR REGULATORY COMMISSION
DOMINION NUCLEAR CONNECTICUT, INC.
MILLSTONE NUCLEAR POWER STATION, UNITS 1, 2, AND 3
DOCKET NOS. 50-245, 50-336, AND 50-423
NOTICE OF CONSIDERATION OF APPROVAL OF APPLICATION
REGARDING PROPOSED CORPORATE RESTRUCTURING
AND OPPORTUNITY FOR A HEARING

The U.S. Nuclear Regulatory Commission (the Commission) is considering the issuance of an order under 10 CFR 50.80 approving the indirect transfer of Facility Operating Licenses Nos. DPR-21, DPR-65, and NPF-49 for the Millstone Nuclear Power Station, Units 1, 2, and 3 (Millstone) to the extent held by Dominion Nuclear Connecticut, Inc. (Dominion Nuclear). The indirect transfer would result from the establishment of an intermediary parent company that will indirectly own Dominion Nuclear.

Dominion Nuclear is a wholly owned, indirect subsidiary of Dominion Energy, Inc., which is a wholly owned, direct subsidiary of Dominion Resources, Inc., the ultimate parent of Dominion Nuclear. According to Dominion Nuclear's application dated August 17, 2001, Dominion Energy Holdings, Inc., will become an intermediary, indirect parent company of Dominion Nuclear. Specifically, Dominion Energy Holdings, Inc., will become a direct wholly owned subsidiary of Dominion Resources, Inc., and the new direct parent of Dominion Energy Inc., which at the same time will be converted to Dominion Energy, LLC. No physical changes to the Millstone facility or operational changes are being proposed in the application. The two other licensees for Millstone Unit 3, Central Vermont Public Service Corporation and

Massachusetts Municipal Wholesale Electric Company, which hold minority ownership interests in Unit 3, are not involved in the restructuring action affecting Dominion Nuclear.

Pursuant to 10 CFR 50.80, no license, or any right thereunder, shall be transferred, directly or indirectly, through transfer of control of the license, unless the Commission shall give its consent in writing. The Commission will approve an application for the indirect transfer of a license, if the Commission determines that the underlying transaction that will effectuate the indirect transfer will not affect the qualifications of the holder of the license, and that the transfer is otherwise consistent with applicable provisions of law, regulations, and orders issued by the Commission pursuant thereto.

The filing of requests for hearing and petitions for leave to intervene, and written comments with regard to the license transfer application, are discussed below.

By November 7, 2001, any person whose interest may be affected by the Commission's action on the application may request a hearing and, if not the applicant, may petition for leave to intervene in a hearing proceeding on the Commission's action. Requests for a hearing and petitions for leave to intervene should be filed in accordance with the Commission's rules of practice set forth in Subpart M, "Public Notification, Availability of Documents and Records, Hearing Requests and Procedures for Hearings on License Transfer Applications," of 10 CFR Part 2. In particular, such requests and petitions must comply with the requirements set forth in 10 CFR 2.1306, and should address the considerations contained in 10 CFR 2.1308(a). Untimely requests and petitions may be denied, as provided in 10 CFR 2.1308(b), unless good cause for failure to file on time is established. In addition, an untimely request or petition should address the factors that the Commission will also consider, in reviewing untimely requests or petitions, set forth in 10 CFR 2.1308(b)(1)-(2).

Requests for a hearing and petitions for leave to intervene should be served upon Lillian M. Cuoco, Senior Nuclear Counsel, Dominion Nuclear Connecticut, Inc., Rope Ferry Road,

Waterford, CT 06385 (tel: 860-444-5316; fax: 860-444-4278; e-mail: lillian_cuoco@dom.com); the General Counsel, U.S. Nuclear Regulatory Commission, Washington, DC 20555 (e-mail address for filings regarding license transfer cases only: OGCLT@NRC.gov); and the Secretary of the Commission, U.S. Nuclear Regulatory Commission, Washington, DC 20555-0001, Attention: Rulemakings and Adjudications Staff, in accordance with 10 CFR 2.1313.

The Commission will issue a notice or order granting or denying a hearing request or intervention petition, designating the issues for any hearing that will be held and designating the Presiding Officer. A notice granting a hearing will be published in the FEDERAL REGISTER and served on the parties to the hearing.

As an alternative to requests for hearing and petitions to intervene, by November 30, 2001, persons may submit written comments regarding the license transfer application, as provided for in 10 CFR 2.1305. The Commission will consider and, if appropriate, respond to these comments, but such comments will not otherwise constitute part of the decisional record. Comments should be submitted to the Secretary, U.S. Nuclear Regulatory Commission, Washington, DC 20555-0001, Attention: Rulemakings and Adjudications Staff, and should cite the publication date and page number of this FEDERAL REGISTER notice.

For further details with respect to this action, see the application dated August 17, 2001, available for public inspection at the Commission's Public Document Room, located at One White Flint North, 11555 Rockville Pike (first floor), Rockville, Maryland. Publicly available records will be accessible electronically from the Agencywide Documents Access and Management Systems (ADAMS) Public Electronic Reading Room on the internet at the NRC Web site, <http://www.nrc.gov/ADAMS/index.html>. If you do not have access to ADAMS or if

there are problems in accessing the documents located in ADAMS, contact the NRC Public Document Room (PDR) Reference staff at 1-800-397-4209, 301-415-4737 or by email to pdr@nrc.gov.

Dated at Rockville, Maryland this 12th day of October 2001.

FOR THE NUCLEAR REGULATORY COMMISSION

/RA/

John Harrison, Project Manager, Section 2
Project Directorate I
Division of Licensing Project Management
Office of Nuclear Reactor Regulation