

COMMONWEALTH OF VIRGINIA  
BEFORE THE  
STATE CORPORATION COMMISSION

APPLICATION OF )  
 )  
TRANS-ALLEGHENY INTERSTATE LINE )  
COMPANY ) Case No. PUE-2007-000\_\_\_\_  
 )  
For approval and certification of electric )  
transmission facilities under Va. Code )  
§ 56-46.1 and the Utility Facilities Act, )  
Va. Code § 56-265.1 *et seq.* )

APPLICATION OF  
TRANS-ALLEGHENY INTERSTATE LINE COMPANY  
FOR APPROVAL AND CERTIFICATION OF ELECTRIC FACILITIES FOR  
THE  
CONSTRUCTION OF 500 kV TRANSMISSION LINE

DIRECT TESTIMONY OF  
ALAN J. FLEISSNER

April 19, 2007

1 Q. PLEASE STATE YOUR NAME AND BUSINESS ADDRESS.

2 A. My name is Alan J. Fleissner, and my business address is 800 Cabin Hill Drive,  
3 Greensburg, Pennsylvania 15601.

4 Q. BY WHOM ARE YOU EMPLOYED AND IN WHAT CAPACITY?

5 A. I am employed by Allegheny Energy Service Corporation, and my title is Senior  
6 Consulting Engineer, Transmission Siting. My time is devoted to tasks performed  
7 for the Allegheny Energy, Inc. (“Allegheny”) companies, primarily for the  
8 operating companies doing business as Allegheny Power, and for the Trans-  
9 Allegheny Interstate Line Company (“TrAILCo”).

10 Q. PLEASE DESCRIBE YOUR PROFESSIONAL EXPERIENCE AND  
11 EDUCATIONAL BACKGROUND.

12 A. I graduated from the University of Pittsburgh School of Engineering in Pittsburgh,  
13 Pennsylvania where I earned a Bachelor of Science in Civil Engineering in 1976. I  
14 earned a Master of Science in Industrial Engineering, Engineering Management in  
15 1985, also from the University of Pittsburgh. I am a registered Professional  
16 Engineer in Maryland, Pennsylvania, Virginia and West Virginia. I also am a  
17 licensed Professional Land Surveyor in the State of Pennsylvania.

18 I am a past member of both the American Congress on Surveying and  
19 Mapping and well as the American Society of Civil Engineers, although I am not  
20 currently an active member of either organization. I have participated as a member  
21 of the Transmission Committee of the Pennsylvania Electric Association and the

1 PJM Interconnection Project Management Working Group, and am currently a  
2 member of the Southeastern Electric Exchange Transmission Committee.

3 I have been employed by Allegheny for over 30 years, with almost that  
4 entire tenure being associated with the transmission area of the Company. For  
5 example, I was Project Engineer in the Engineering Services Department for 12  
6 years, where my responsibilities included siting, surveying support, real estate  
7 support, and permitting of transmission lines and substations in Maryland, Ohio,  
8 Pennsylvania, Virginia, and West Virginia that at the time constituted the  
9 Allegheny territory. I also was a Transmission Design Engineer in the  
10 Transmission Projects group for approximately four years. My duties in that  
11 position primarily involved the detailed design of transmission lines and the site  
12 development and civil design of substations for Allegheny. The majority of my  
13 remaining time at Allegheny was spent in various management positions where I  
14 supervised the siting, real estate, design, scheduling, and construction of  
15 transmission lines and substations.

16 My current assignment is as the Senior Consulting Engineer for the  
17 Transmission Siting Department. My responsibilities include supporting the  
18 management team in all areas of transmission siting. The department covers the  
19 siting of all new transmissions facilities and substations. It also includes the  
20 permitting, rights-of-way and property acquisition, as well as surveying and  
21 drafting. The Trans-Allegheny Interstate Line (“TrAIL”), the subject of my

1 testimony, is the largest of the department's projects. Over the last 12 months I  
2 have devoted most of my time to TrAIL.

3 Q. PLEASE DESCRIBE THE PURPOSE OF YOUR TESTIMONY.

4 A. The purpose of my testimony is to generally describe the process by which the  
5 proposed line route for the TrAIL was determined. I also explain how that route  
6 corresponds to the right-of-way ("ROW") currently controlled by Allegheny Power,  
7 and how TrAILCo will acquire the additional ROW needed for TrAIL.

8 Q. WILL THE USE OF VARIOUS TERMS IN YOUR TESTIMONY BE  
9 CONSISTENT WITH THE DEFINITIONS ASSIGNED TO THOSE TERMS IN  
10 THE TABLE OF NOMENCLATURE ATTACHED TO THE APPLICATION AS  
11 EXHIBIT 2?

12 A. Yes.

13 Q. PLEASE DESCRIBE YOUR RESPONSIBILITIES WITH RESPECT TO THE  
14 SITING OF TRAIL.

15 A. I have been involved with the planning and siting of TrAIL since Allegheny Power  
16 was directed by PJM Interconnection, L.L.C. ("PJM") to construct this significant  
17 reliability upgrade as a part of the PJM transmission system. Initially, this work  
18 involved evaluating and selecting the environmental consultants responsible for  
19 the preparation of the Geographic Information System ("GIS") database, the  
20 identification and selection of alternative routes for the transmission line, the  
21 evaluation of the various alternative routes and ultimately the selection of  
22 TrAILCo's proposed routes for the Prexy Segment, the Prexy 138 kV Lines, the

1            Pennsylvania 502 Junction Segment, the West Virginia Segments and the Virginia  
2            Segments. My work also included coordinating the siting of the Meadow Brook  
3            Segment with Dominion Virginia Power and its siting consultant. Coordination of  
4            the siting of this segment was necessary to provide a high level of consistency with  
5            the siting of the Loudoun Segment to be constructed by Dominion Virginia Power  
6            from the TrAIL End Point to Dominion Virginia Power's Loudoun Substation.  
7            My responsibilities also included oversight of all the siting studies and the  
8            documentation of these studies in the Line Route Evaluation Reports ("LRE") by  
9            our consultants.

10    Q.    WERE ANY CONSULTANTS RETAINED TO ASSIST IN THE SITING  
11            PROCESS?

12    A.    Yes. The Louis Berger Group, Inc. ("Berger") was engaged by TrAILCo to  
13            perform site selection studies for the Prexy Segment and the Prexy 138 kV Lines  
14            in Pennsylvania, the West Virginia Segments and the State Line to Meadow Brook  
15            Segment in Virginia. Berger is an international environmental firm with extensive  
16            experience in transmission line route selection and environmental studies. Berger  
17            was assisted on this project by line route specialists from Commonwealth  
18            Associates, Inc., an engineering firm specializing in power delivery projects such  
19            as transmission lines and substations.

20                    For the Meadow Brook Segment, the siting study was performed by Burns  
21            & McDonnell ("Burns"), an international engineering firm with an environmental  
22            division that has extensive transmission line siting experience. The Meadow Brook

1 Segment was separated for siting study purposes from the eastern TrAIL segments  
2 because of the integrated nature of the Meadow Brook Segment with the  
3 continuation of the line, i.e., the Loudoun Segment, from the TrAIL End Point of  
4 the Meadow Brook Segment to the Loudoun Substation. It would have been  
5 difficult to separate the study for the Meadow Brook Segment based on line  
6 ownership into two parts because the electrical connections will be made at the  
7 substation endpoints, i.e., Meadow Brook Substation and Loudoun Substation, and  
8 there will be no significant change at the TrAIL End Point except for minor  
9 structure or wire design changes. Therefore, Dominion Virginia Power and  
10 TrAILCo agreed that Burns should serve as the siting vendor for these final line  
11 segments.

12 Q. WHAT DIRECTIONS WERE GIVEN TO THE CONSULTANTS WITH  
13 RESPECT TO THE LINE ROUTE EVALUATION?

14 A. TrAILCo and the consultants agreed on a methodology for performing the studies.  
15 Both consulting firms approached the project in a very similar fashion that began  
16 with setting up a GIS database, followed by extensive data collection including  
17 consultations with many federal, state, and local agencies concerning  
18 environmental and cultural resource issues. Next, alternate routes were identified,  
19 selected and evaluated. Finally, a preferred line route was identified by the  
20 consultants for consideration by TrAILCo as the route it would propose to state  
21 commissions for siting authorization. The entire process was documented in the  
22 LREs prepared by both Berger and Burns for TrAILCo.

1                   As part of the data collection and line route evaluation process, TrAILCo  
2                   elicited a significant level of public involvement to enhance the openness and  
3                   transparency of the process of selecting the preferred route to be considered by  
4                   TrAILCo as the route it would propose in this proceeding. Accordingly, TrAILCo  
5                   hosted a series of public open houses. The purpose of these open houses was  
6                   twofold. First, they afforded TrAILCo an opportunity to present extensive  
7                   information to landowners and other interested persons to inform them of many of  
8                   the details of the project. Second, the open houses allowed TrAILCo to invite  
9                   landowners and other interested persons to provide information about their  
10                  interests and concerns with respect to TrAIL that assisted us in the siting process  
11                  and the determination of the preferred route by our consultants.

12    Q.       PLEASE DESCRIBE THE OPEN HOUSES THAT TRAILCO CONDUCTED.

13                  Ten public open houses were conducted throughout the project study area during  
14                  November and December 2006. Generally, an open house was held in each  
15                  county where one or more of the alternate routes were under study and, if selected  
16                  as part of the preferred route, would have a significant presence. For those few  
17                  counties where one or more of the alternate routes were under study and, if  
18                  selected as part of the preferred route, would not have a significant presence, the  
19                  residents in that county were invited to attend an open house in a neighboring  
20                  county.

21                  The locations and times for each open house were published in an  
22                  advertisement run in local newspapers of general circulation in the area. Included

1 in each advertisement was a general location map showing the study area under  
2 consideration for the alternate routes for TrAIL. These advertisements were run on  
3 two occasions, starting a week to 10 days before each meeting.

4 At each open house, information stations were set up with experts to  
5 provide information and answer questions posed by attendees about TrAIL. The  
6 stations and subject matters covered by each station were:

- 7 • Need – Electrical need for TrAIL and electric reliability issues  
8 generally;
- 9
- 10 • PJM – The function of PJM, its responsibilities for regional  
11 transmission planning process and its role in designating TrAIL for  
12 construction;
- 13
- 14 • Energy Conservation – Energy conservation and demand side  
15 management programs;
- 16
- 17 • Engineering – Line configuration, line design, substations,  
18 construction, ROW, and environmental considerations such as noise,  
19 electric and magnetic fields and health issues; and  
20
- 21 • Line Routing – Line route selection methodology, and maps and  
22 aerial photographs.

23  
24 A questionnaire was given to each attendee to provide additional comments  
25 or concerns. Comments were also accepted by mail and email.

26 Q. WHAT WAS LEARNED FROM THE OPEN HOUSES?

27 A. As discussed below, many of participants favored the use of existing ROW. As a  
28 result of that input, we gave even more emphasis to that factor in our analysis and  
29 the ultimate selection of the proposed route. In addition, open house participants  
30 helped us identify various site-specific details, such as churches and local

1 recreation areas, which we were then able to consider in selecting the route  
2 TrAILCo is proposing in this proceeding.

3 Q. DID THE CONSULTANTS PREPARE RECOMMENDATIONS FOR TRAILCO  
4 TO CONSIDER IN DETERMINING THE PROPOSED ROUTE FOR TRAIL?

5 A. Yes. Attached to the testimony of TrAILCo witness Jack Halpern as Exhibit JH-1  
6 is the LRE prepared by Berger for the State Line to Meadow Brook Segment.  
7 Also, attached to the testimony of TrAILCo witness Cyril Welter as Exhibit CW-1  
8 is the LRE prepared by Burns for the Meadow Brook Segment. These reports  
9 were prepared under my supervision. The two LREs recommend a “preferred  
10 route” for TrAIL developed by the routing teams.

11 Q. DID THESE REPORTS ALSO INLCUDE AN ALTERNATE ROUTE AS  
12 WELL?

13 A. A number of routes were investigated during the study process. This process  
14 resulted in the selection of a preferred route that was ultimately selected as  
15 TrAILCo’s proposed route. In addition, a second-choice route was selected for  
16 each line segment as alternate routes. These were documented in the LRE reports  
17 prepared by the two consulting firms.

18 Q. DOES THE PREFERRED ROUTE IDENTIFIED IN THE LRE REPORTS  
19 MEET THE CRITERIA THAT THE CONSULTANTS WERE DIRECTED TO  
20 FOLLOW?

21 A. Yes. The preferred route identified in the LREs follows generally accepted good  
22 routing philosophies of minimizing impacts to the environmental, cultural and

1 social features of the study areas. Impacts to features such as residences were  
2 factored in and were minimized to the extent possible. Good techniques such as  
3 utilizing existing corridors were incorporated early in the routing. Moreover,  
4 public feedback from the open houses suggested that this particular routing factor  
5 was highly favored by residents, and so additional work was done to utilize  
6 existing corridors wherever possible.

7 Q. AFTER RECEIVING THE TWO LRES, HOW DID TRAILCO DECIDE TO  
8 ADOPT THE PREFERRED ROUTE IDENTIFIED AS THE ROUTE TO  
9 PROPOSE FOR THE VIRGINIA SEGMENTS IN THIS PROCEEDING?

10 A. After review of the two LREs and discussions with the Berger and Burns routing  
11 teams, I recommended that TrAILCo adopt the preferred route as the proposed  
12 route. After review of the two LREs and recommendations, TrAILCo  
13 management authorized the filing of the preferred route as the proposed route in  
14 this proceeding. TrAILCo determined that the studies underlying the two LREs  
15 had been prepared by nationally recognized firms with line routing expertise, using  
16 good industry accepted methods including public input, and that the preferred  
17 route meets the electrical need requirements of connecting specific facilities as  
18 directed by PJM. Therefore it meets the overall requirements that are needed for  
19 the preferred route to be accepted as TrAILCo's proposed route.

20 Q. WHAT PORTIONS OF TRAIL WILL BE CONSTRUCTED IN VIRGINIA?

21 A. TrAIL will cross the Virginia / West Virginia state line and continue into Frederick  
22 and Warren Counties, Virginia. TrAILCo will upgrade the Allegheny Power-

1 owned substation at Meadow Brook in Frederick County to accommodate the new  
2 transmission facilities, including its towers, conductors and the terminal equipment  
3 and related facilities. TrAIL will continue east from the Meadow Brook substation  
4 to a point just west of the Appalachian Trail. At that point, Dominion Virginia  
5 Power will take over responsibility for the siting and construction of the line  
6 eastward through the remainder of the Allegheny Power transmission zone near  
7 the border of Culpeper and Rappahannock Counties. The transmission line will  
8 continue to its terminus at Dominion Virginia Power's Substation in Loudoun  
9 County, Virginia. The specific route for the Virginia Segments is described in the  
10 two LREs (Exhibits JH-1 and CW-1). Only the Virginia Segments owned by  
11 TrAILCo are the subject of this Application. TrAILCo seeks no authority in this  
12 Application with respect to the Prexy Facilities, the 502 Junction Substation, the  
13 West Virginia Segments, any modifications or expansions of the Mt. Storm  
14 Substation by Dominion Virginia Power, or the line from the TrAIL End Point to  
15 Loudoun.

16 Q. DOES TRAILCO'S APPLICATION INCLUDE GENERAL HIGHWAY MAPS  
17 FOR THE AREAS THROUGH WHICH THE LINE WILL PASS?

18 A. Yes. Submitted concurrent with the filing of the Application are three copies of the  
19 Virginia Department of Transportation General Highway Map for each county  
20 through which Virginia Segments will pass. The maps show the proposed route of  
21 the Virginia Segments. Because TrAILCo has no previously approved and  
22 certificated facilities in Virginia, no such facilities are shown on the maps. The

1 Virginia Segments will be located entirely within the certificated service area of  
2 The Potomac Edison Company (“Potomac Edison”) that includes all of Frederick  
3 and Warren Counties. On each map, an officer of Potomac Edison has indicated by  
4 his signature that Potomac Edison is not opposed to the proposed construction of  
5 the Virginia Segments.

6 Q. HAVE THE ELECTRIC UTILITIES THROUGH WHICH THE PROPOSED  
7 ROUTE WOULD PASS BEEN ADVISED OF THAT FACT, AND HAVE THEY  
8 OBJECTED TO THE CONSTRUCTION?

9 A. In Virginia, the proposed route for the line from the West Virginia / Virginia state  
10 line to the TrAIL End Point is entirely within the service territory of the Allegheny  
11 Power operating company Potomac Edison. As an affiliate of TrAILCo, Potomac  
12 Edison is aware of the proposed route for the Virginia Segments and does not  
13 object to the construction of the line in its Virginia service territory, as confirmed  
14 by the map notations I described above.

15 Q. TO WHAT EXTENT DOES THE PROPOSED ROUTE ADOPTED BY  
16 TRAILCO FOLLOW EXISTING UTILITY ROW?

17 A. The proposed route generally follows an existing 500 kV line corridor for the  
18 entire length of the route in Virginia. In the State Line to Meadow Brook  
19 Segment, the route uses this existing corridor. In the Meadow Brook Segment, the  
20 route also follows the Meadow Brook to Morrisville 500kV line the entire way. In  
21 addition, the line “rebuilds” the existing Meadow Brook to Riverton 138kv line  
22 until it reaches the Riverton Substation, then it “rebuilds” the Riverton to Linden

1           34.5 kV line for the remaining length until it leaves the 500kV corridor. In these  
2           “rebuild sections,” the existing line structures will be removed, and the wire for  
3           the existing lines will then be placed on the same structures that will carry the new  
4           500 kV line. Therefore when the new line construction is completed, both lines  
5           will use the same ROW.

6    **Q.   WHAT ARE THE PERMITTED USES OF THE EXISTING ROWS THAT**  
7           **TRAIL WILL FOLLOW?**

8    **A.   As described earlier, TrAILCo will be utilizing some ROWs that were previously**  
9           **negotiated by Potomac Edison. These ROW agreements were intended to permit**  
10           **the utility (now TrAILCo) to use the property within the defined ROW area for**  
11           **specific purposes. These purposes include the ability to safely construct, operate**  
12           **and maintain an electric transmission line. The prescribed uses of these ROWs do**  
13           **not generally preclude non-conflicting uses by the property owner. Thus, while**  
14           **construction of buildings and permanent structures and tall growing vegetation will**  
15           **not be permitted in the ROW, most other types of agricultural uses will be**  
16           **permitted, including fences and ornamental plantings. Parking lots and roads will**  
17           **also be permitted if they maintain safe clearances from the conductor wires. The**  
18           **new ROW agreements that are needed for the TrAIL project will be established for**  
19           **uses similar to those permitted under the existing ROW agreements.**

20   **Q.   WHAT ARE THE ADVANTAGES TO USING EXISTING ROWS?**

21   **A.   Paralleling existing 500 kV lines has several environmental and cost benefits. By**  
22           **following the existing ROW, we are eliminating a separate requirement in many**

1 cases of additional breaks in the tree canopy. For some wildlife, it is better to keep  
2 these clearings together. From a visual impact analysis, it also is an improvement  
3 because the effect of one wider ROW is less significant than two separate ROWs.  
4 In addition, the need to construct new access roads will be reduced because we will  
5 be able to access the ROW for the new line for construction and maintenance  
6 purposes by using the existing access roads for the existing line. This reduces  
7 impacts to the land and environment and reduces the costs of construction.

8 Q HOW MUCH NEW ROW WILL NEED TO BE PURCHASED FOR THIS  
9 PROJECT, AND WHERE?

10 A. TrAILCo will be required to obtain ROW for TrAIL from individuals who own  
11 property along the proposed route. The amount of ROW that needs to be  
12 purchased varies along the route. Generally TrAILCO would like to purchase or  
13 own ROW 75 feet from the centerline of the proposed route, for 150 feet in total  
14 width. On the State Line to Meadow Brook Segment this will be the case. When  
15 the proposed line exits Meadow Brook Substation to the east, it will follow the  
16 path of existing transmission and distribution lines for a large portion of the route.  
17 Therefore the new line will be located within or partly in existing Potomac Edison  
18 ROWs. (It is anticipated that all ROWs in the name of Potomac Edison will be  
19 transferred to TrAILCO.) In the area immediately east of Meadow Brook, no  
20 additional ROW is needed.

21 There will be reduced ROW requirements, due to sharing a portion of the  
22 ROW for the new line with the existing 500kV line ROW, for the next section, so

1           that purchase of only 25 or 50 feet of new ROW will be required. Near Riverton  
2           Substation, the proposed line will cross the existing 500kV line and follow the path  
3           of an existing Potomac Edison 34.5 kV line. In this area the new line will need an  
4           additional 75 feet of ROW.

5           On the south side of the I-66 Interstate road crossing, the line will continue  
6           to follow the path of the existing 34.5 kV line. However, in this area Potomac  
7           Edison purchased a wider ROW for the future use as a transmission line corridor.  
8           This ROW is 100 feet wide. There is a 10-foot overlap of ROW with the Meadow  
9           Brook to Morrisville 500kV line, so there is 90 feet of additional ROW available.  
10          The required extra ROW needed in this area is 35 feet.

11          At a point north of Virginia Route 55, the existing 34.5 kV line leaves the  
12          500kV line corridor. From this point to the TrAIL End Point, the new proposed  
13          line continues to follow the existing 500kv line, but there is no additional ROW  
14          needed. Therefore the ROW savings is the 25-foot shared ROW, and the  
15          additional ROW requirement will be 125 feet in this area.

16          In summary, the plans for the proposed line between Meadow Brook  
17          Substation and the TrAIL End Point is to use existing Potomac Edison Company  
18          ROWs when ever possible to limit the ROW needs for this new project. This  
19          enables a significant reduction in ROW acquisition for the proposed route over  
20          other routes, including the alternate route.

21    Q.    TO THE EXTENT THAT NEW ROWS ARE NEEDED, PLEASE DESCRIBE  
22          THE PROCESS BY WHICH THEY WILL BE OBTAINED.

1 A. A market appraisal by a certified Virginia land appraiser will be prepared, taking  
2 into account factors such as the amount of ROW needed, the type of property  
3 being crossed, and the value of this type of land. Based on these appraisals, a fair  
4 offer will be presented to each landowner. The offer will be based on the  
5 particular circumstances of the ROW sought to be acquired and the certified  
6 appraisal. This means that the amount paid for each easement could vary greatly  
7 from location to location along the proposed route. TrAILCo will try to negotiate  
8 the voluntary grant of easements from property owners while minimizing the use  
9 of eminent domain. TrAILCo will use condemnation only when good faith efforts  
10 to acquire the voluntary grant of the easement have failed.

11 Q. WILL TRAILCO BE ACQUIRING ANY EASEMENTS FROM POTOMAC  
12 EDISON?

13 A. Yes. In addition to the existing transmission line easements discussed earlier in  
14 my testimony, an easement for use of property for the expansion on the Meadow  
15 Brook Substation by TrAILCo is also needed. Attached to my testimony as  
16 Exhibit AJF-1 is an unexecuted Easement Agreement between TrAILCo and  
17 Potomac Edison, under which Potomac Edison will transfer this needed easement  
18 to TrAILCo. The consideration of \$12,480 is based on fair market value for  
19 agricultural property in this area.

20 Q. IS THERE ANY PENDING OR COMPLETED LITIGATION CONCERNING  
21 THE ROW FOR TRAIL, ENVIRONMENTAL MATTERS, OR ANY OTHER  
22 MATTERS RELATING TO TRAIL?

1 A. No, not to my knowledge.

2 Q WILL ANY BUILDINGS IN VIRGINIA NEED TO BE DEMOLISHED OR  
3 RELOCATED IF THE PROPOSED ROUTE IS FOLLOWED?

4 A Yes, there is a small shed in the area west of Meadow Brook that may need to be  
5 removed. Also, there is a building on the proposed route near Front Royal where  
6 the line is following the path of an existing Potomac Edison 34.5 kV distribution  
7 voltage line that building encroaches on an existing 100-foot ROW owned by  
8 Potomac Edison. This building will need to be removed. In addition, a house is  
9 very close to the line in this same area. This house may need to be removed, or a  
10 special transmission line structure designed to reduce the ROW requirement may  
11 be needed. This detail will need to be resolved at the time of detailed engineering.

12 Q. DOES THIS CONCLUDE YOUR DIRECT TESTIMONY?

13 A. Yes, it does.

**Form of**  
**EASEMENT AGREEMENT**

THIS EASEMENT, made and entered into this \_\_\_\_\_ day of \_\_\_\_\_ 200\_\_, between THE POTOMAC EDISON COMPANY, a Maryland and Virginia Corporation, parties of the first part, hereinafter called "Owner", and TRANS-ALLEGHENY INTERSTATE LINE COMPANY, a Maryland and Virginia Corporation, having its principal office in the city of Greensburg, Westmoreland County, Pennsylvania, party of the second part, hereinafter called "Company".

WITNESSETH:

That for the one time sum of Twelve Thousand Four Hundred Eighty Dollars (\$12,480), and other valuable consideration, the receipt of which is hereby acknowledged, Owner hereby gives and grants unto Company, its successors and assigns, a perpetual easement hereinafter called "Easement Area" which shall consist of the exclusive right to quiet possession of property and the right to construct, operate, repair, improve, replace, inspect, maintain and remove an electric substation, and lines consisting of such poles, wires, anchors, transformers, lightning arrestors, fences, fixtures, buildings and other equipment or apparatus ("Facilities"). The Easement Area shall be a portion of the land of Owner located in the Back Creek District, Frederick County, Virginia (the "Land") a portion of the same real estate that was conveyed to the Owner, by Deed Book 482, Page 782, containing 43.5 acres from William M. Stickley III dated November 1, 1977 and Deed Book 485, Page 679 from John W. Henry dated January 5, 1978 containing 140.5 acres recorded among the Land Records of Frederick County, Commonwealth of Virginia.

The Easement Area containing 4.16 acres more or less is shown on Exhibit "A" attached hereto and made a part hereof.

The Facilities and lines erected hereunder shall be and remain the property of Company, its successors and assigns.

Company shall at all times have the right to cut down and trim any tree on the Land located near the Facilities which in the opinion of Company might interfere with the safety, proper operation and/or maintenance of its Facilities. All trees, limbs, and/or brush cut down shall be removed from the Land.

Company shall not be liable for damages to trees, shrubbery, or roots located on the Land, nor damages to obstructions, fences or other property within the easement, caused by the construction, reconstruction, operation, maintenance, inspection, or removal of Company's Facilities.

Owner will not interfere with or endanger the construction, reconstruction, operation, maintenance, inspection, or removal of Company's Facilities.

For the purpose of exercising its rights under this Agreement, Company shall have the right of ingress, egress and regress to and from the Land in order to obtain access to the Facilities over the property of Owner adjacent to the Facilities and lying between public or private roads and the Facilities in such manner as shall cause the least practicable damage and inconvenience to Owner.

Owner herein by execution of this agreement warrants that at the date of this agreement, no liens, mortgages, or adverse conveyances exist which would adversely affect the rights herein granted now or in the future.

This Agreement shall be construed in accordance with the laws of the Commonwealth of Virginia, and any ambiguity shall not be construed against the party causing this Agreement to be drafted. The use of the singular shall include the plural and the use of any gender shall be applicable to all genders.

This Agreement represents the entire agreement between the parties with respect to the subject matter hereof.

IN WITNESS WHEREOF, the parties have signed or have caused this Agreement to be signed by their duly authorized representatives as of the day and year first above written.

ATTEST: TRANS-ALLEGHENY INTERSTATE LINE COMPANY

\_\_\_\_\_ By: \_\_\_\_\_

ATTEST: THE POTOMAC EDISON COMPANY  
d/b/a/ Allegheny Power

\_\_\_\_\_ By: \_\_\_\_\_  
Ruth R. Tolbert  
Assistant Secretary

This instrument has been prepared by or under the direction of the undersigned, Attorney at Law

\_\_\_\_\_



State of \_\_\_\_\_,  
County of \_\_\_\_\_:

I HEREBY CERTIFY that on this \_\_\_ day of \_\_\_\_\_, 20\_\_\_\_, before me, a Notary Public of the State of \_\_\_\_\_, personally appeared \_\_\_\_\_ who acknowledged him/herself to be a \_\_\_\_\_ of \_\_\_\_\_ (the "Corporation") and that he/she, as such officer, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of the Corporation as such officer.

WITNESS my hand and Notarial Seal.

\_\_\_\_\_  
Notary Public

My Commission Expires:

Commonwealth of Pennsylvania,  
County of Westmoreland:

I HEREBY CERTIFY that on this \_\_\_ day of \_\_\_\_\_, 20\_\_\_\_, before me, a Notary Public of the Commonwealth of Pennsylvania, personally appeared \_\_\_\_\_ who acknowledged himself to be a/an officer of The Potomac Edison Company (the "Corporation") and that he, as such officer, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of the Corporation by himself as such officer.

WITNESS my hand and Notarial Seal.

\_\_\_\_\_  
Notary Public

My Commission Expires: