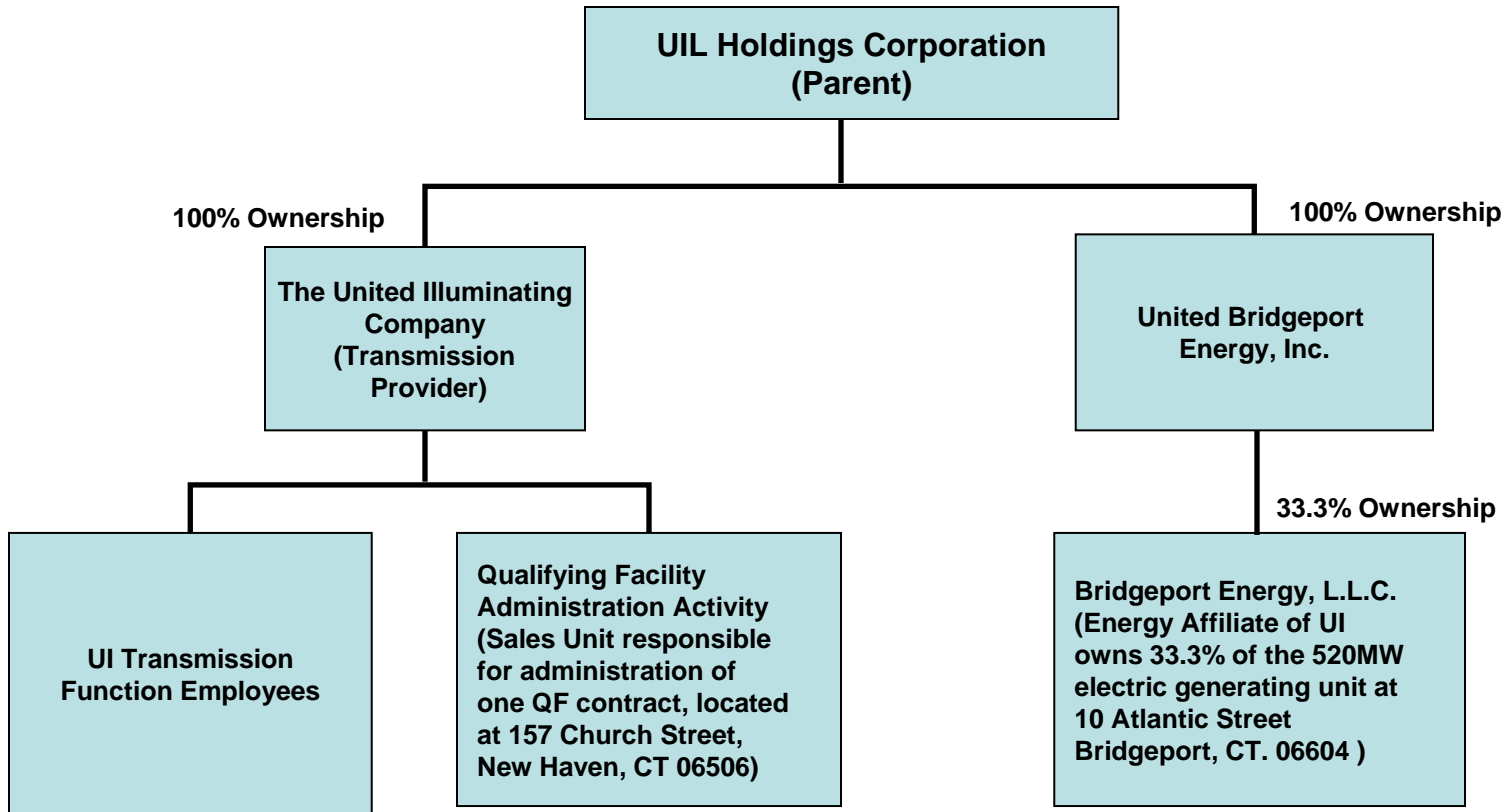


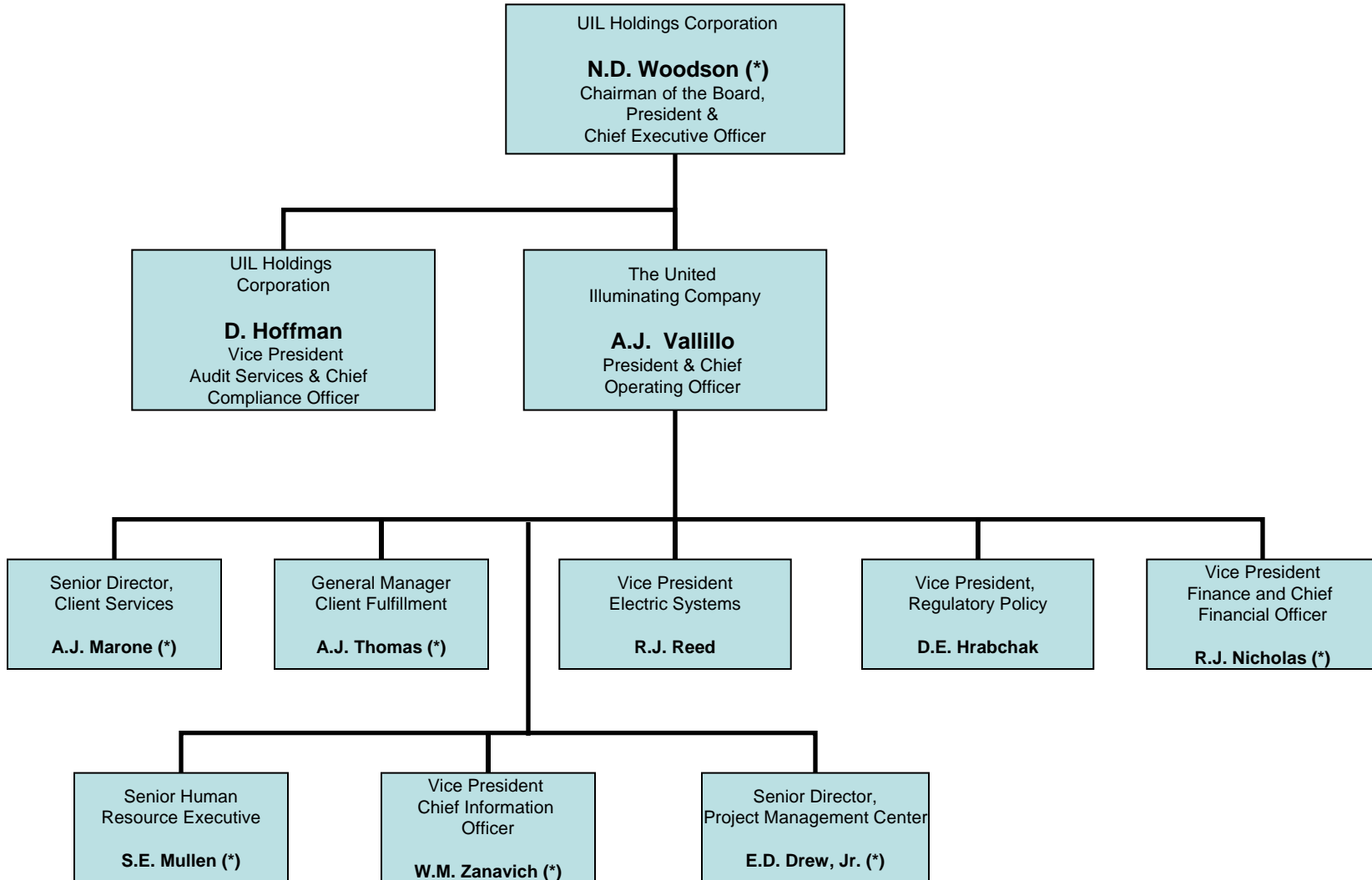
**Organization Chart Showing Relationship Between The United Illuminating Company (“UI”), its sales unit, and its Energy Affiliate, Bridgeport Energy, L.L.C., as required by FERC Order No. 2005**



UI does not share any facilities or employees with its Energy Affiliate, Bridgeport Energy, L.L.C. UI does not share any Transmission Function Employees with the QF Administration Activity. The office location of the QF Administration Activity is in a building where some UI Transmission Function Employees are located. However, these Transmission Function Employees perform their jobs separately from the QF Administration Activity in that building and are not directly engaged in day-to-day transmission operation and control duties and responsibilities, and such Transmission Function Employees do not provide any discriminatory or preferential benefits to the QF Administration Activity. The UI Transmission dispatch center and most UI Transmission Function Employees are in a totally separate building from the QF Administration Activity. The only other facilities shared by UI’s Transmission Function Employees and the QF Administration Activity are common telephone and computer systems. However, access to information regarding the Transmission Function is limited as described in Sections 7.0 and 9.0 of UI’s Policy Implementing the FERC Standards of Conduct, posted on UI’s website.

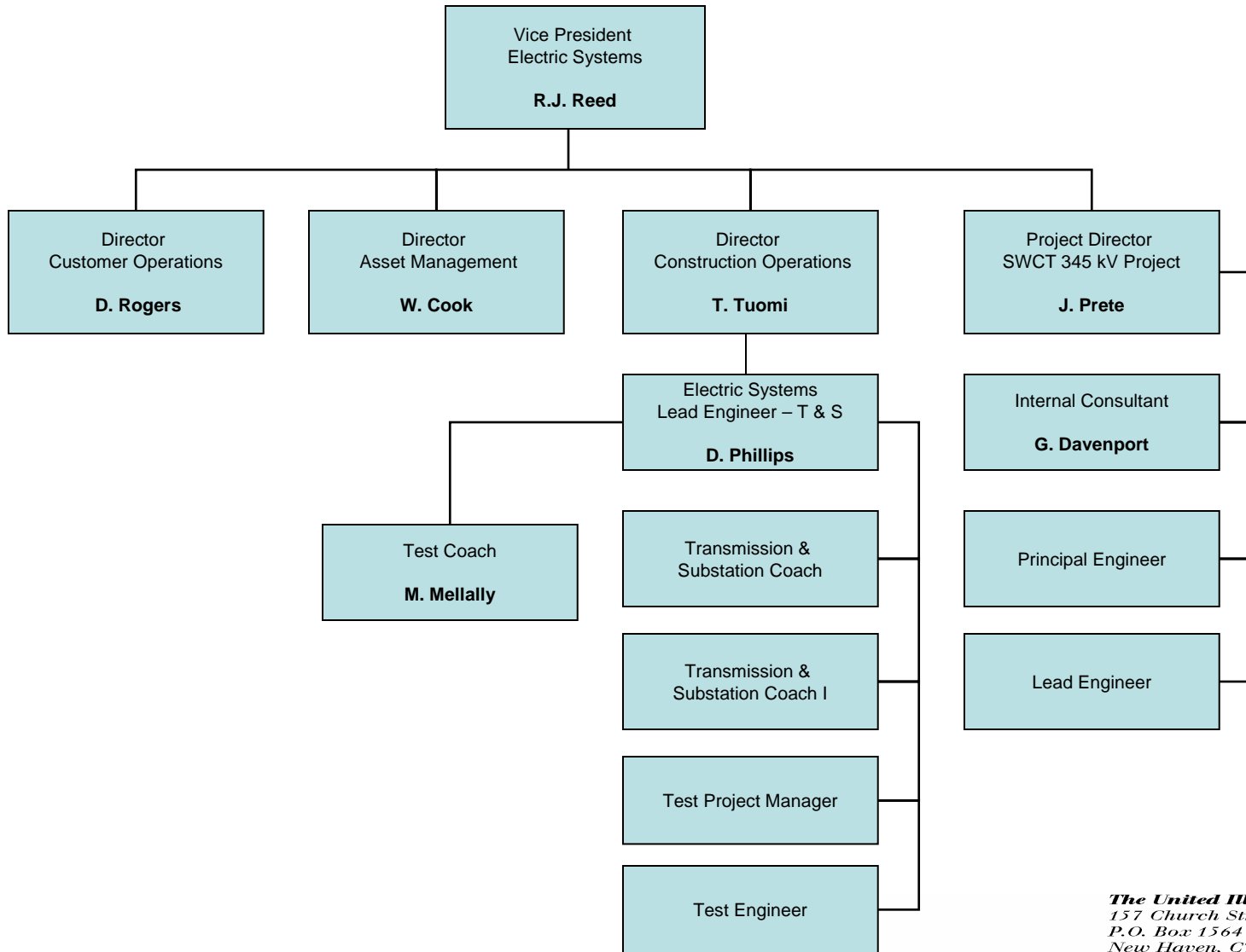
**Posting Date: February 1, 2005**

**The United Illuminating Company  
 UI Policy Implementing the FERC Standards of Conduct  
 UIL Holdings Corporation  
 2005**



(\*) Shared Employees of the Transmission Provider that have received an exemption of the Standards of Conduct

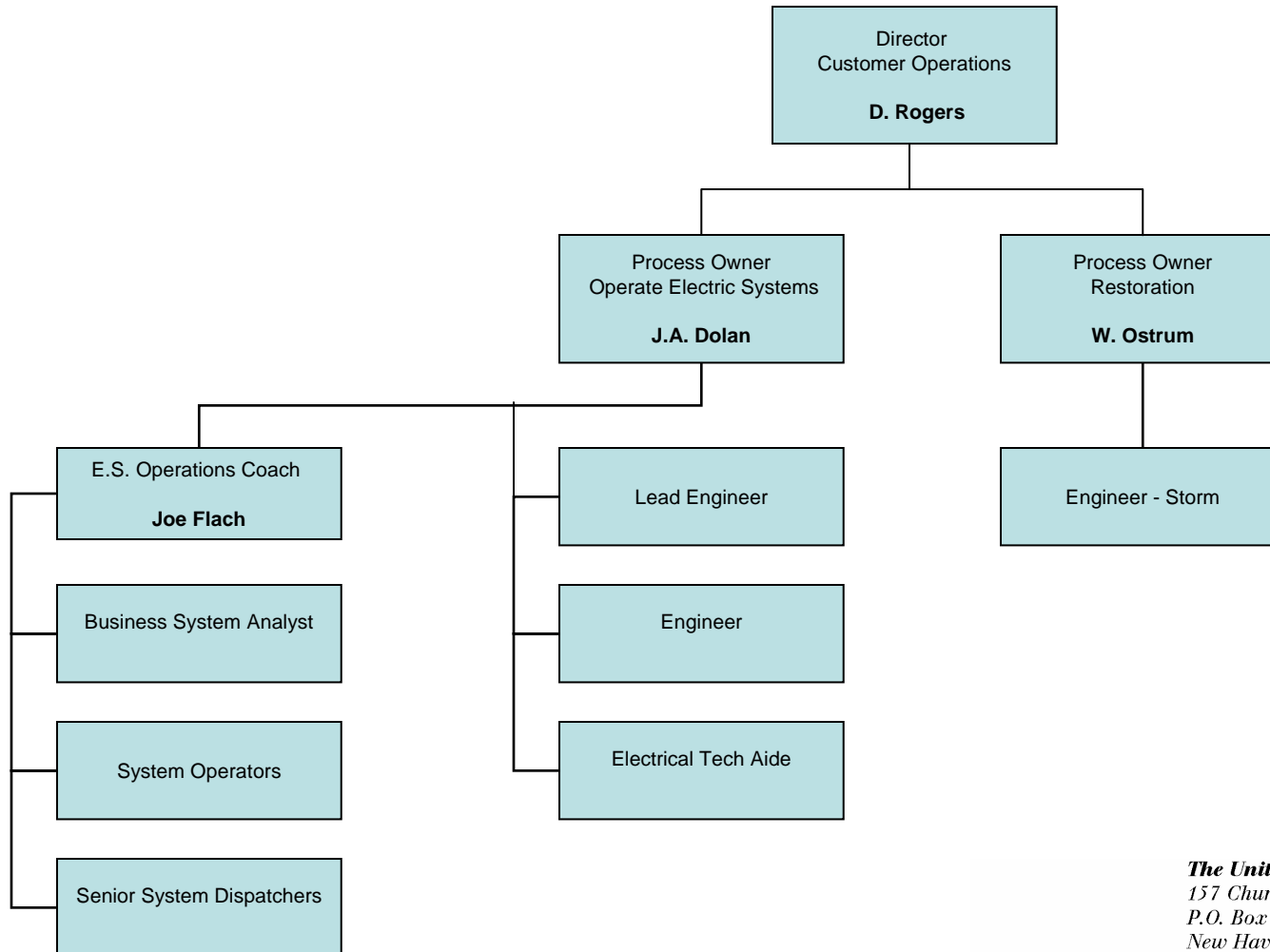
**The United Illuminating Company**  
**UI Policy Implementing the FERC Standards of Conduct**  
**Organizational Chart of Transmission System Operators**  
**Electric Systems**  
**2005**



*The United Illuminating Company*  
 157 Church Street  
 P.O. Box 1564  
 New Haven, CT 06506-0901  
 203.499.2000



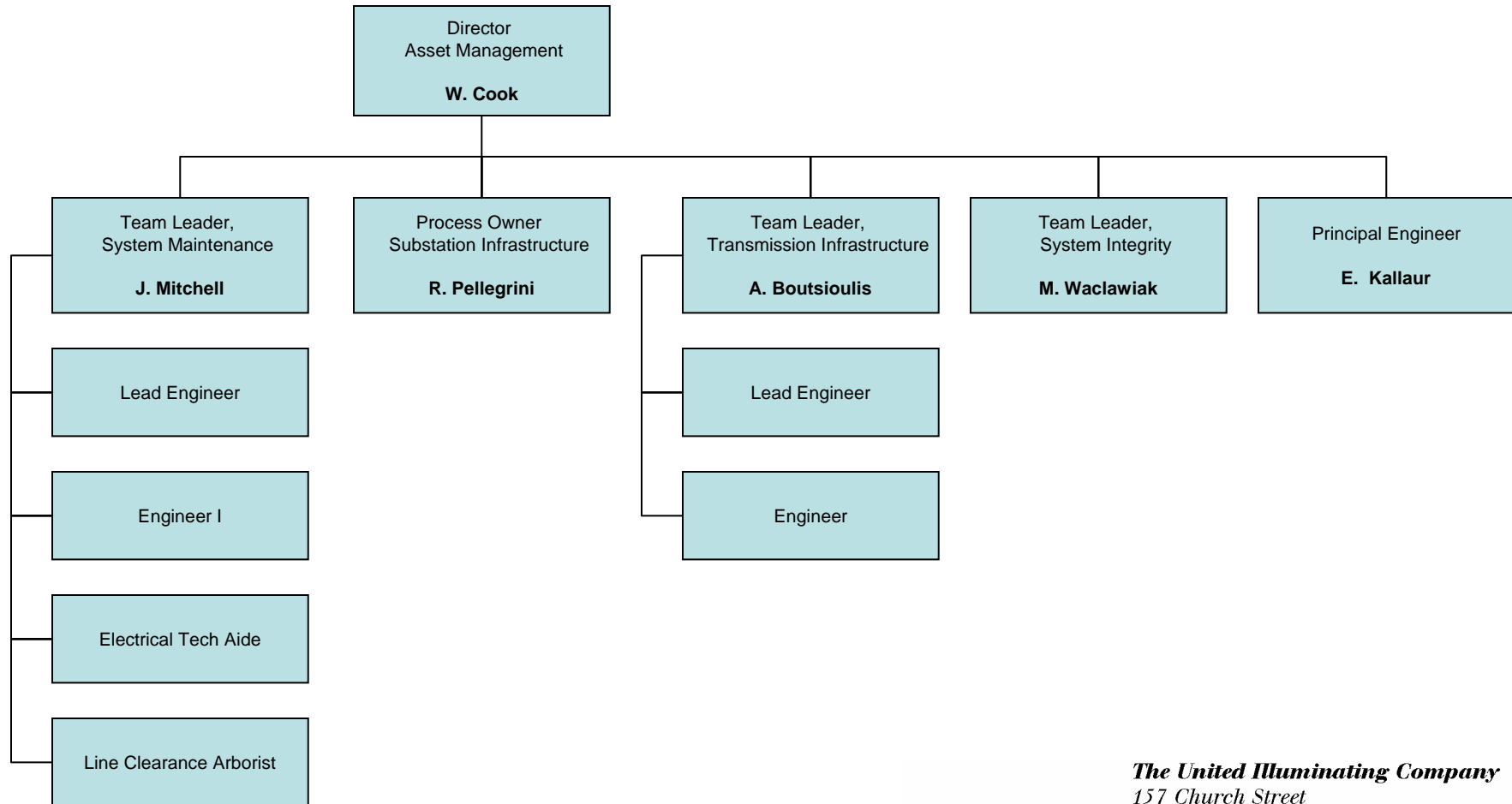
**The United Illuminating Company**  
**UI Policy Implementing the FERC Standards of Conduct**  
**Organizational Chart of Transmission System Operators**  
**Electric System - Customer Operations**  
**2005**



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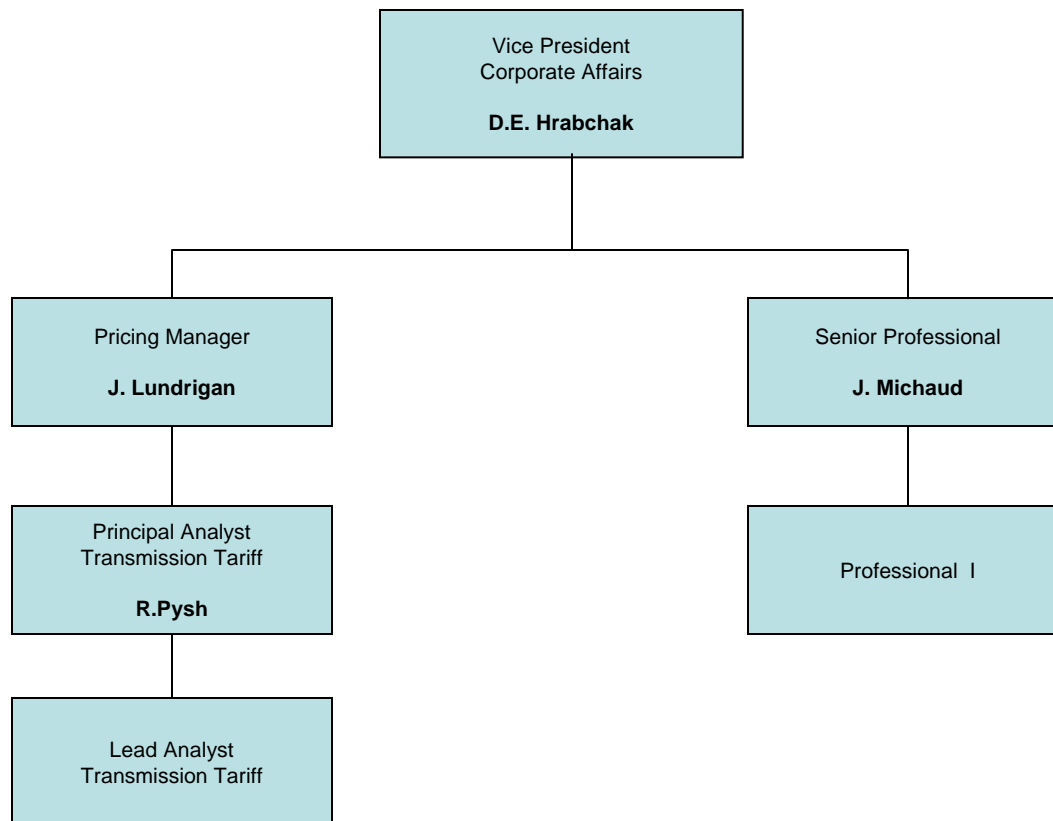
**The United Illuminating Company**  
**UI Policy Implementing the FERC Standards of Conduct**  
**Organizational Chart of Transmission System Operators**  
**Electric Systems – Asset Management**  
**2005**



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The United Illuminating Company  
UI Policy Implementing the FERC Standards of Conduct  
Corporate Affairs  
2005



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<b>Corporate Management &amp; Directors</b>		
<b>Job Title</b>	<b>Reports To:</b>	<b>Descriptions</b>
Chairman of the Board & Chief Executive Officer	Board of Directors	Responsible for directing and leading UIL Holdings, including The United Illuminating Company (UI), in all regulated and unregulated operations.
President and Chief Operating Officer	Chairman of the Board & Chief Executive Officer	Responsible for leading and managing all activities of The United Illuminating Company including: Regulatory, Transmission, Distribution, Billing, Client Services, Account Management and Sales.
VP - Audit Services & Chief Compliance Officer	Chairman of the Board and Chief Executive Officer	Responsible for the audit function and serves as the Chief Compliance Officer for UIL Holdings and UI.
Vice President Electric Systems	President and Chief Operating Officer	Responsible for the management of the Electric System Business Unit which includes all Transmission and Distribution functions.
Vice President Corporate Affairs	President and Chief Operating Officer	Responsible for the planning, development and execution of regulatory, retail access, supply management, load settlement and power procurement processes.
<b>Transmission System Operations</b>		
<b>Job Title</b>	<b>Reports To:</b>	<b>Descriptions</b>
Director Customer Operations	Vice President Electric Systems	Responsible for activities of Operations & Maintenance segment of Electric Systems including: design, implementation and performance of all customer related processes.
Director Asset Management	Vice President Electric Systems	Responsible for managing the processes necessary to ensure the long-term reliability, quality and financial performance of the Electric System infrastructure.
Director, Construction Operations	Vice President Electric Systems	Responsible for the design, operation and performance of the construction process. This includes the safe, reliable and cost effective execution of T&D construction, maintenance, testing and field operations activities.
Project Director for SWCT 345 kV project	Vice President Electric Systems	Responsible for all facets of the UI portion of the Southwest Connecticut 345 kV project, including the coordination of UI's efforts with Northeast Utilities.
Electric Systems Group Leader - T&S	Director, Construction Operations	Lead the activities of the Electric System workforce engaged in construction maintenance and operation of the Electric System.
Test Coach	Electric Systems Group Leader - T&S	Responsible for the planning, operation and maintenance of all substation, relay, and transformer testing of the Electric System.
Transmission & Substation Coach	Electric Systems Group Leader - T&S	Lead the activities of the Transmission and Substation workforce engaged in the construction, maintenance, and the operation of the electric system from the substation distribution feeder potheads to the transmission system.
Test Project Manager	Electric Systems Group Leader - T&S	Provide project management expertise for the Electric System facilities and equipment testing projects.
Test Engineer	Electric Systems Group Leader - T&S	Designs test plans and ensures that test results are properly obtained and recorded.

Job Title	Reports To:	Descriptions
Internal Consultant	Project Director for SWCT 345 kV project	Provide electric engineering expertise for the SWCT 345 kV project, particularly in regards to various design alternatives.
Principal Engineer & Lead Engineer	Project Director for SWCT 345 kV project	Design solutions that will maintain or improve the reliability, power quality and cost-effectiveness for the SWCT 345 kV project.
Process Owner Operate Electric Systems	Director Customer Operations	Actively leads Electric Systems Operations Engineers to ensure that transmission and distribution systems are operated and maintained per established guidelines, rules & criteria.
Electric Systems Operations Coach	Process Owner Operate Electric Systems	Responsible for developing programs that are responsive to customer's needs in accordance with good business practices, Company policies and procedures, and State regulations.
Business System Analyst	Electric Systems Operations Coach	Helps to establish needs, priorities, scope, functionality, standards, procedures, and documentation for the department's computer systems.
System Operators & Senior System Dispatchers	Electric Systems Operations Coach	Responsible for the safe and efficient operation and control of the transmission and distribution systems.
Lead Engineer	Process Owner Operate Electric Systems, Team Leader System Maintenance	Leads activities of engineers in support of the corporate and process goals, and follows the research taking place in the power industry.
Engineer	Process Owner Operate Electric Systems, Team Leader System Maintenance	Provides engineering technical services with regard to standards, specifications and materials.
Electrical Tech Aide	Process Owner Operate Electric Systems, Team Leader System Maintenance	Work with and provide technical support and assistance to the Electric System on special projects and day to day activities, as assigned by the Process Leader.
Process Owner Restoration	Director Customer Operations	Responsible for all aspects of the restoration process, short term and long term process planning, lead the Emergency Action Initiative Team and other special teams formed to support the Restoration Process.
Engineer - Storm	Process Owner Restoration	Assists in the restoration process during storms including utilizing the Outage Management System to track the restoration progress.
Team Leader, System Maintenance	Director Asset Management	Responsible for the design, operation and performance of the System Maintenance process.
Line Clearance Arborist	Team Leader, System Maintenance	Oversees all phases of operations related to transmission, substation and distribution tree trimming and tree removal necessary to secure adequate tree clearance from overhead lines and equipment.
Process Owner, Substation Infrastructure	Director Asset Management	Lead the respective Asset Management processes in a manner that promotes the efficiency of resources to provide capacity & asset availability for the electric system.

<b>Job Title</b>	<b>Reports To:</b>	<b>Descriptions</b>
Lead Engineer and Engineer	Team Leader, Transmission Infrastructure	Responsible for taking role in administration of all transmission issues on the federal, state and regional levels.
Team Leader System Integrity	Director Asset Management	Monitors the performance of the Electric System and ensures that the system's harmonics are within acceptable ranges.
Principal Engineer	Director Asset Management	Responsible for the Project Manager's role in major Electric System projects.
<b>Transmission System Tariff Administration</b>		
<b>Job Title</b>	<b>Reports To:</b>	<b>Descriptions</b>
Manager Pricing	Vice President Corporate Affairs	Leads all activities of Rate and Tariff Administration ensuring consistency with State and Federal regulatory policies.
Principal Analyst- Transmission Tariff	Manager Pricing	Develops and administers local and regional Transmission Tariffs in compliance with FERC. Oversees all elements of the company's OASIS.
Lead Analyst - Transmission Tariff	Principal Analyst- Transmission Tariff	Assist in the development and administration of local and regional transmission tariffs. Maintain and administer the company's OASIS site and respond to OASIS requests for Transmission Service.
<b>Power Supply Services Administration (Sales Activity)</b>		
<b>Job Title</b>	<b>Reports To:</b>	<b>Descriptions</b>
Senior Professional I	Vice President Corporate Affairs	Responsible for obtaining and monitoring default service power supply procurement and special supply contracts.
Professional I	Vice President Corporate Affairs	Responsible for monthly ISO-NE settlement process and power supplier billing and settlement process.
<b>Other Corporate Management (Non Sales, Non Transmission Activities)</b>		
<b>Job Title</b>	<b>Reports To:</b>	<b>Descriptions</b>
VP & Chief Information Officer	President and Chief Operating Officer	Responsible for all computer, communication and data management and security requirements of UI.
Senior Human Resources Executive	President and Chief Operating Officer	Responsible for obtaining and retaining human resources that align to company requirements and strategy. Also provides organization leadership on HR policies and procedures.
General Manager, Client Fulfillment	President and Chief Operating Officer	Provides overall direction and strategic planning for the client fulfillment organization of UI.
Senior Director, Program Management Center	President and Chief Operating Officer	Promotes proper project management techniques and provides project management support to UI project and program managers.
Senior Director, Client Services	President and Chief Operating Officer	Provides overall direction and strategic planning for the client services organization of UI.
VP, Finance & CFO	President and Chief Operating Officer	Directs, plans, leads and administers the financial and budgetary activities of UI.