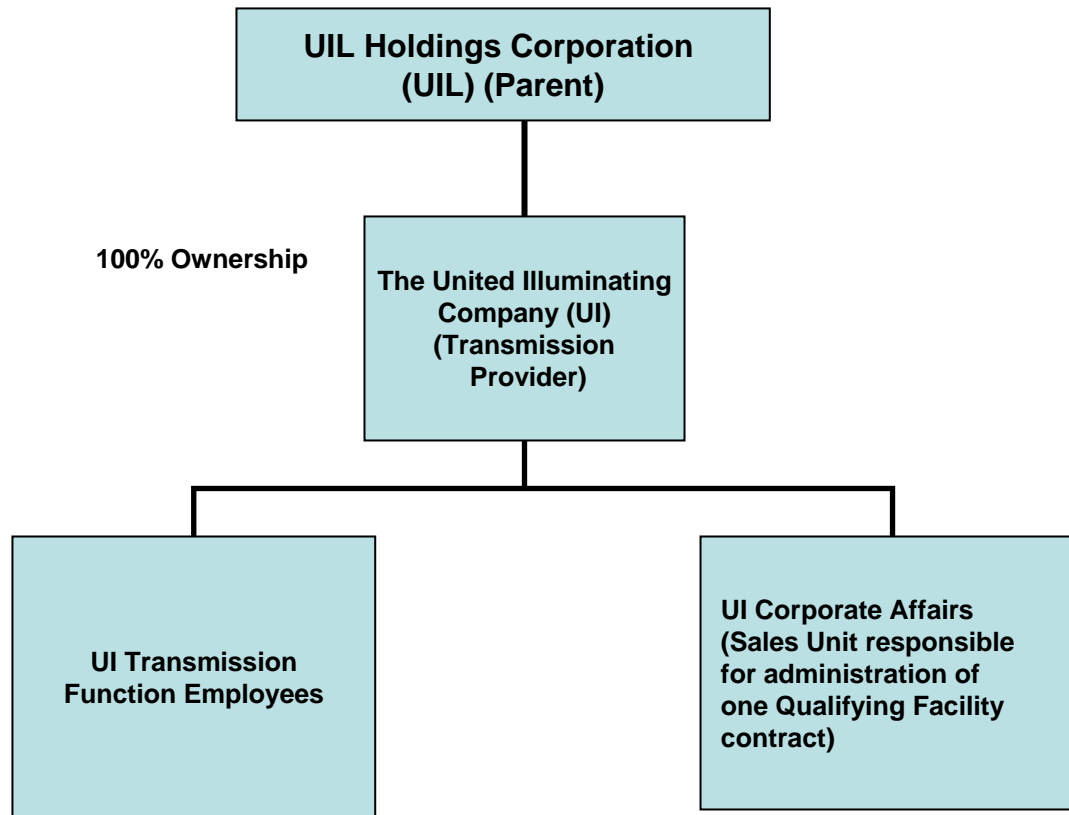
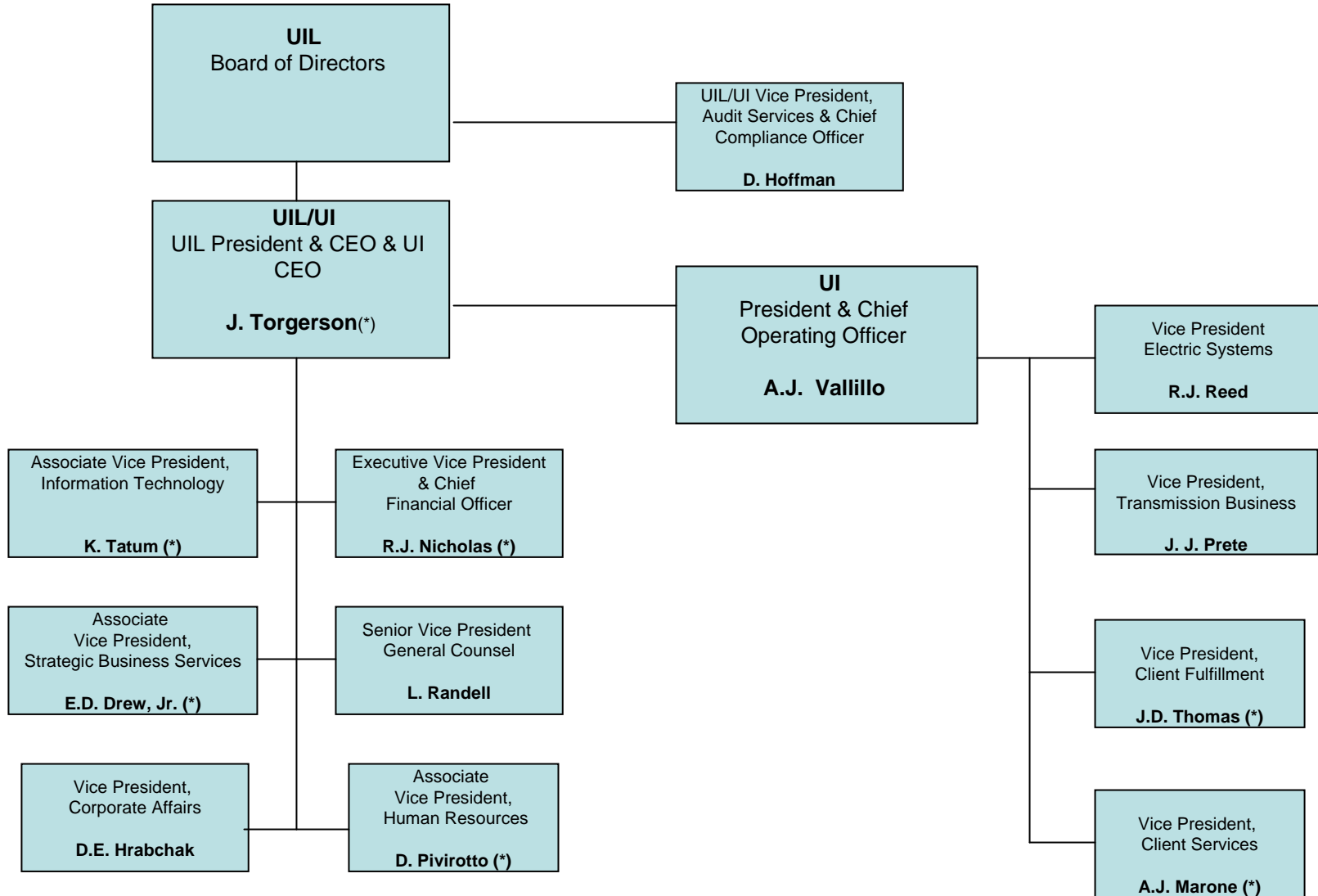


**Organization Chart Showing Relationship Between The United Illuminating Company and its Sales Unit,
as required by FERC Order No. 2004**



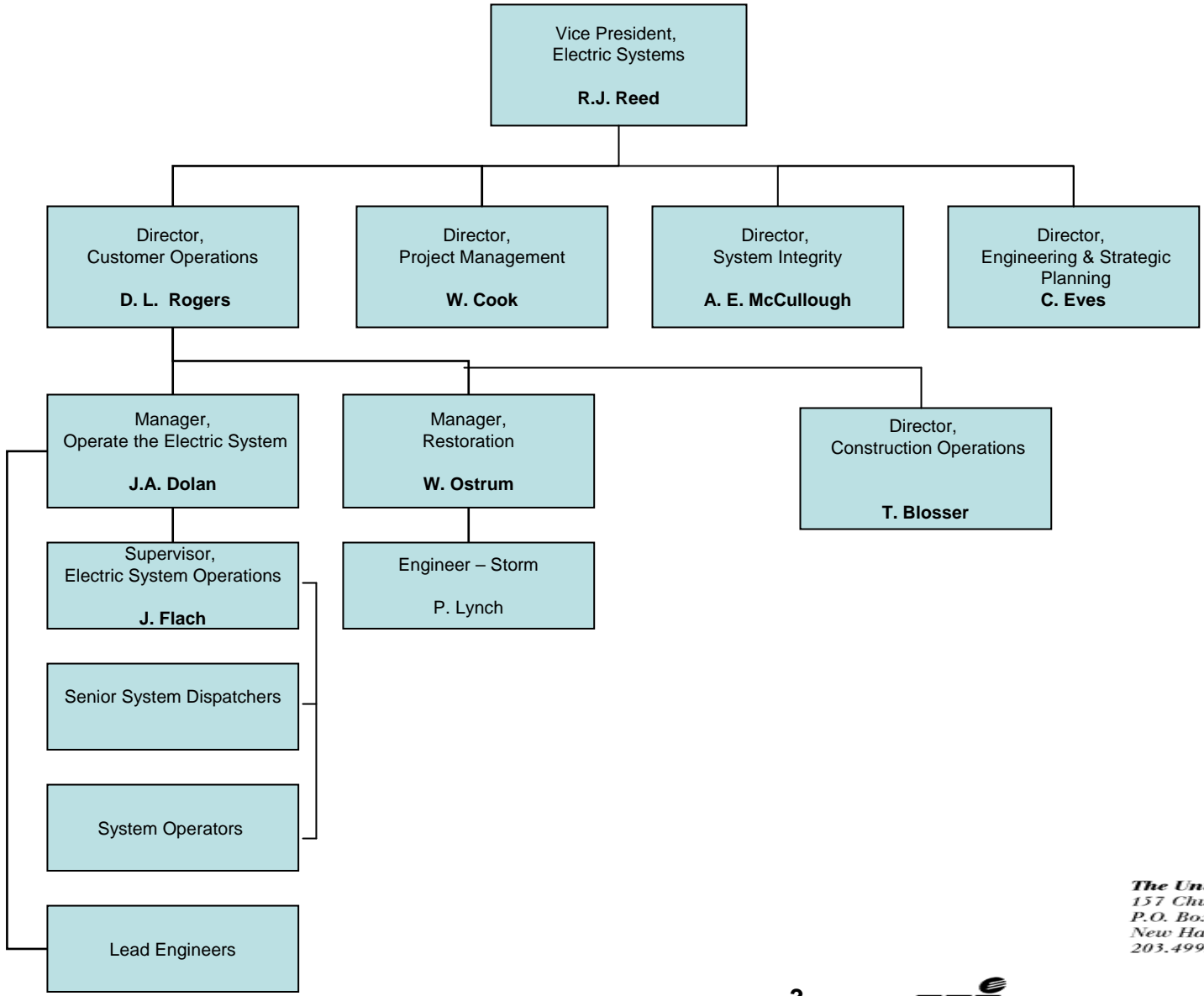
UI does not have an Energy Affiliate at this time. UI does not share any Transmission Function Employees with the Sales Unit. The office location of the Sales Unit is 157 Church Street, New Haven, CT, 16th Floor. Some UI Transmission Function Employees are located in the same building on the 4th Floor but they perform their jobs separately from the Sales Unit and do not provide any discriminatory or preferential benefits to the Sales Unit. The Sales Unit does not have security access to the 4th Floor. The UI Transmission Dispatch Center and most UI Transmission Function Employees are located in Shelton, CT. The Sales Unit does not have security access to the Dispatch Center. The only other facilities shared by UI's Transmission Function Employees and the Sales Unit 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.

**The United Illuminating Company
 UI Policy Implementing the FERC Standards of Conduct
 UIL / UI Executive Organization
 2007**



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

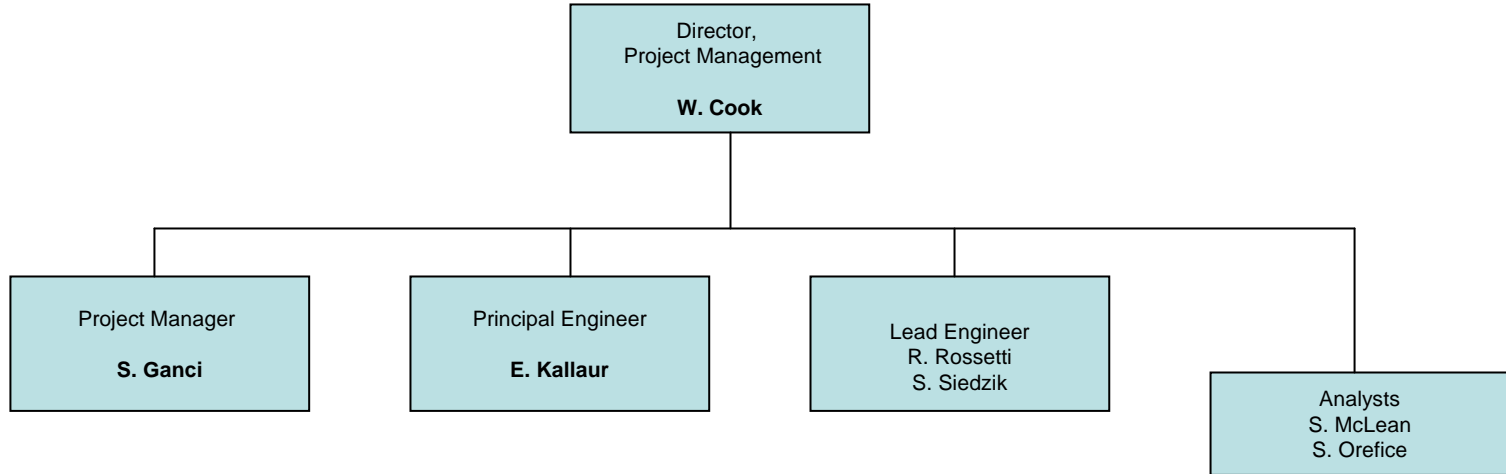
**The United Illuminating Company
 UI Policy Implementing the FERC Standards of Conduct
 Organizational Chart of Electric Systems Business Unit
 2007**



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



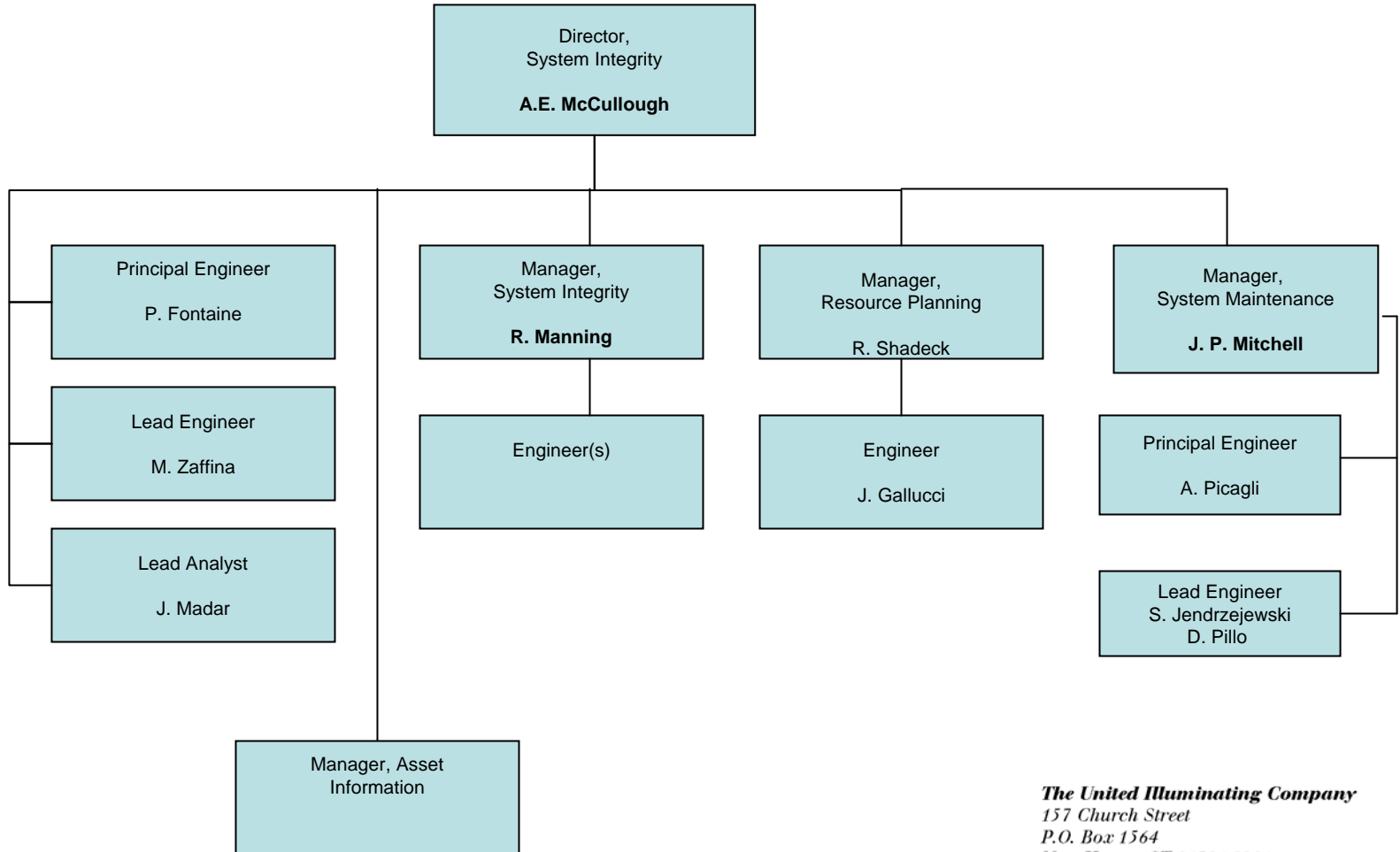
**The United Illuminating Company
UI Policy Implementing the FERC Standards of Conduct
Organizational Chart of Electric Systems – Project Management
2007**



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157 Church Street
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New Haven, CT 06506-0901
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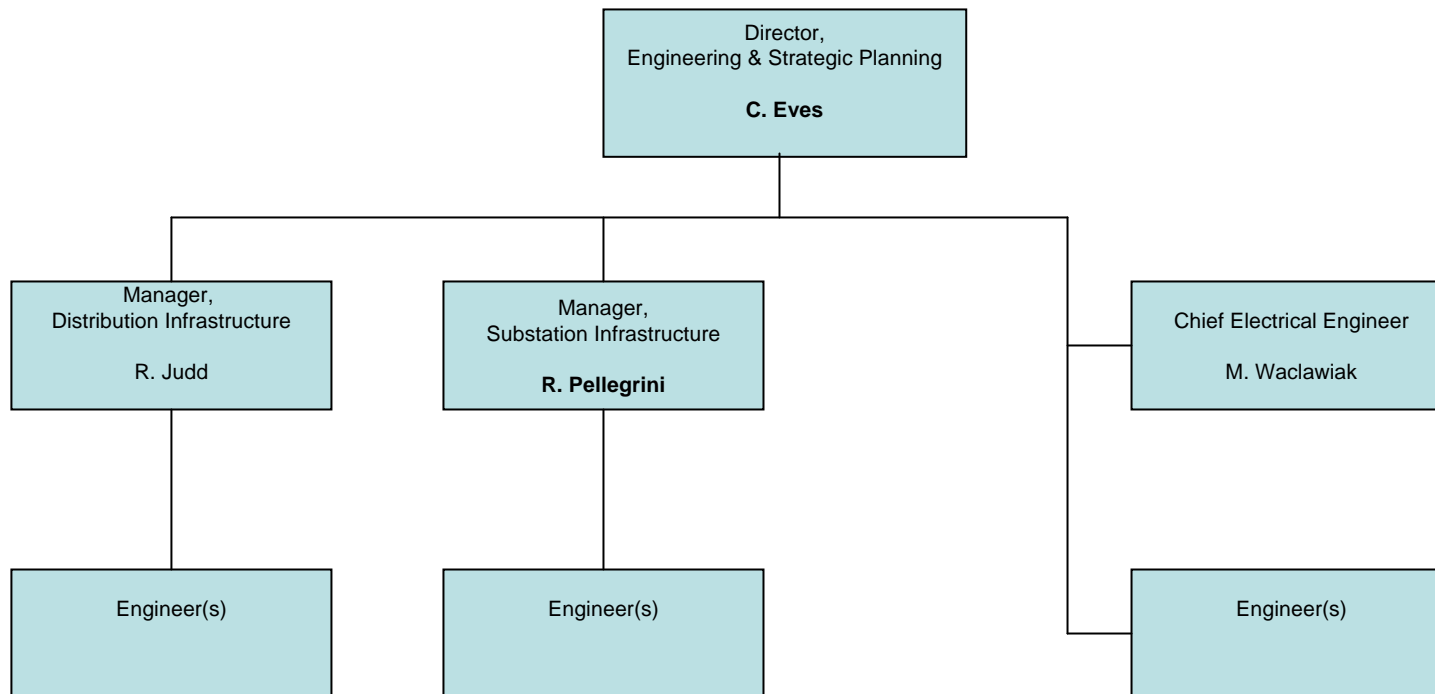
The United Illuminating Company
UI Policy Implementing the FERC Standards of Conduct
Electric Systems – System Integrity
2007



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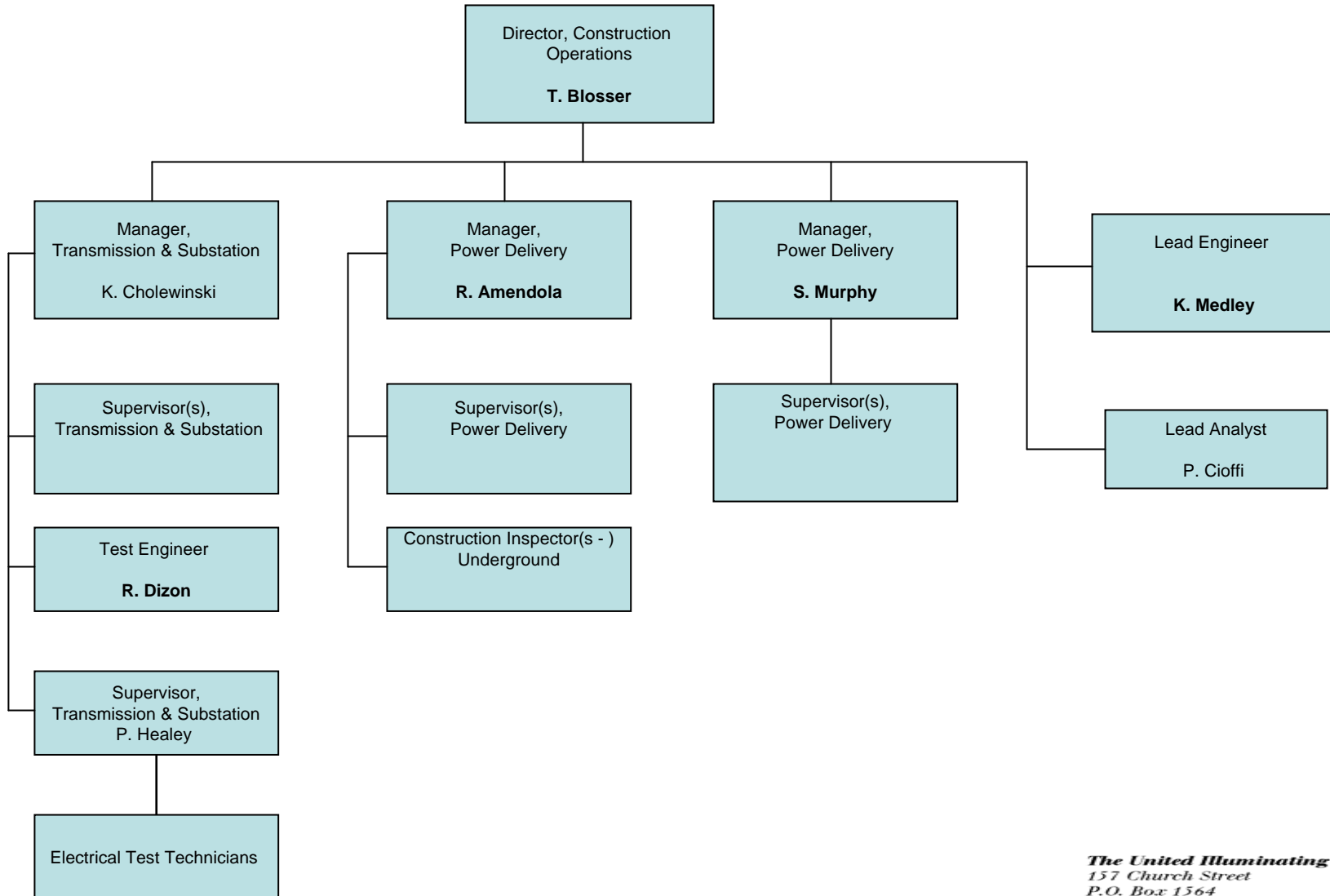
The United Illuminating Company
UI Policy Implementing the FERC Standards of Conduct
Electric Systems – Engineering & Strategic Planning
2007



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**The United Illuminating Company
 UI Policy Implementing the FERC Standards of Conduct
 Organizational Chart of Electric Systems – Construction Operations
 2007**



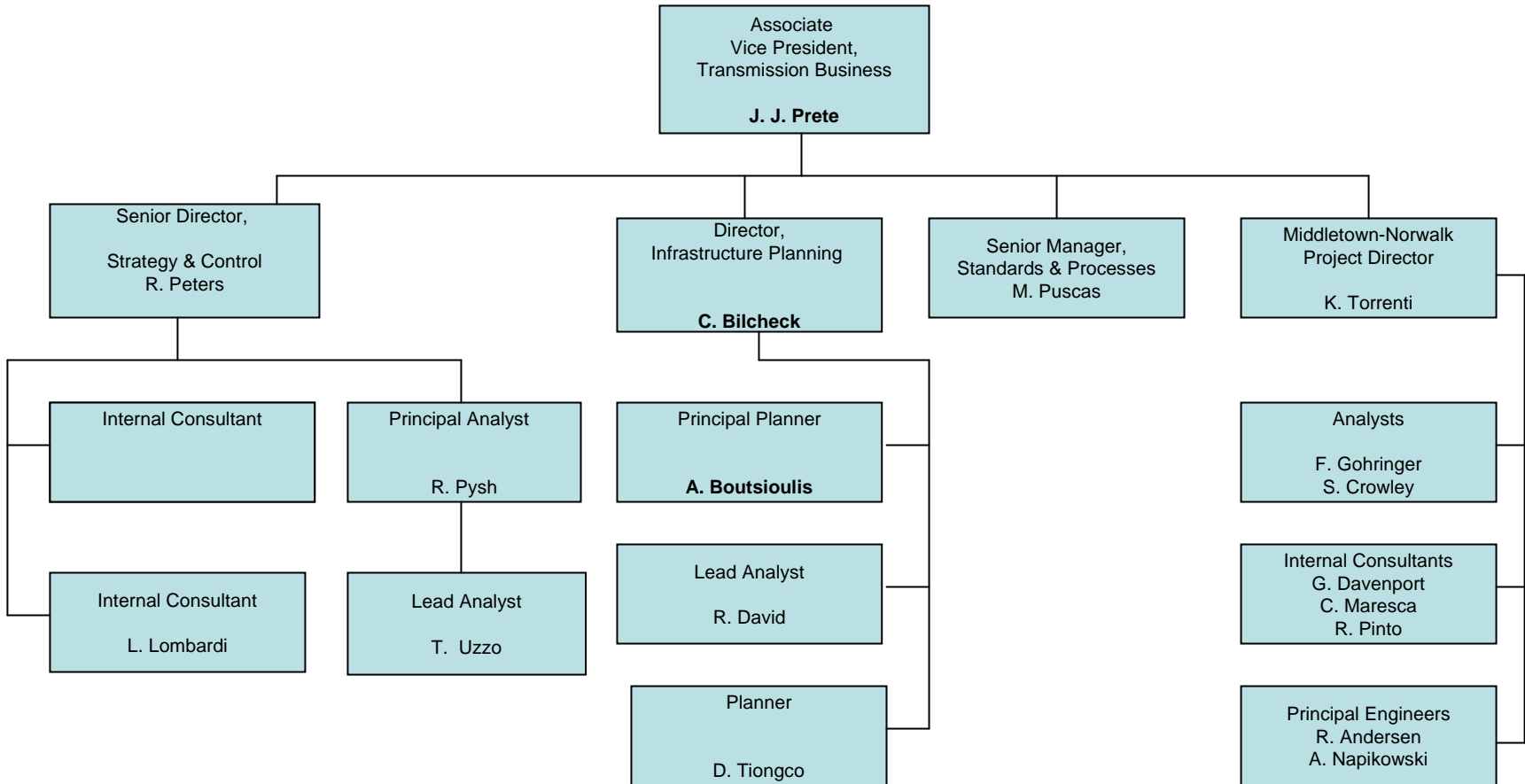
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The United Illuminating Company

UI Policy Implementing the FERC Standards of Conduct

Transmission Business 2007



The United Illuminating Company
UI Policy Implementing the FERC Standards of Conduct
Corporate Affairs
2007



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



UIL Holdings & UI Executive Organization

Job Title	Reports To:	Descriptions
UIL President & CEO and UI Chief Executive Officer	UIL Board of Directors	Responsible for directing and leading UIL Holdings, including its major subsidiary The United Illuminating Company (UI). Also directly oversees the administration functions of UI including Finance, Legal, IT, Strategic Business Services, Corporate Affairs and HR.
UI President and Chief Operating Officer	UIL President & CEO and UI Chief Executive Officer	Responsible for directing the operations of The United Illuminating Company including Electric Systems, Transmission, Client Fulfillment and Client Services.
VP - Audit Services & Chief Compliance Officer	UIL Board of Directors	Responsible for the audit function and serves as the Chief Compliance Officer for UIL Holdings and UI.
UIL / UI Executive Vice President & CFO	UIL President & CEO and UI Chief Executive Officer	Directs, plans, leads and administers the financial and budgetary activities for UIL Holdings and UI.
Associate VP Information Technology	UIL President & CEO and UI Chief Executive Officer	Responsible for all computer, communication, data management and data security requirements of UI.
Associate VP Strategic Business Services	UIL President & CEO and UI Chief Executive Officer	Promotes proper project management techniques and provides project management and risk management services.
Vice President Corporate Affairs	UIL President & CEO and UI Chief Executive Officer	Responsible for corporate communications, regulatory compliance, retail access, supply management, load settlement and power procurement.
Associate VP Human Relations	UIL President & CEO and UI Chief Executive Officer	Responsible for obtaining and retaining human resources that align to company requirements and strategy. Also provides organization leadership on HR policies and procedures.
Senior VP and General Counsel	UIL President & CEO and UI Chief Executive Officer	Provides high level legal services for both UIL and UI and coordinates the legal activities of the company's external counsel.
Vice President Electric Systems	UI President & Chief Operating Officer	Overall responsibility for the Electric Systems department with emphasis on the 10 year plan in coordination with the Transmission Business department.
Vice President Transmission Business	UI President & Chief Operating Officer	Provides overall direction and strategic planning for the transmission business, including new transmission construction projects, infrastructure planning, and transmission rates design and planning.
Vice President Client Fulfillment	UI President & Chief Operating Officer	Provides overall direction and strategic planning for the client fulfillment organization of UI, including billing, metering, collections and field services.
Vice President Client Services	UI President & Chief Operating Officer	Provides overall direction and strategic planning for the client services organization of UI, including strategic account services, technical & program support services and economic development.

Electric Systems

Job Title	Reports To:	Descriptions
General Manager	Vice President Electric Systems	Oversees the daily running of Electric System functions with the exception of the 10 year plan.
Principle Engineer	(various)	Provides high level engineering technical services and keeps up to date on good utility practices in order to monitor and improve UI's procedures, standards, specifications and materials.
Lead Engineer	(various)	Leads activities of engineers in support of the corporate and process goals, and follows the research taking place in the power industry.
Engineer	(various)	Provides engineering technical services that comply with company specifications and industry standards.
Principle or Lead Analyst, Analyst	(various)	Analyses data to monitor current situations, identifies problems and recommends solutions.
Director Customer Operations	Vice President Electric Systems	Responsible for developing, implementing and maintaining programs that are responsive to customer's needs in accordance with good business practices, company policies and procedures, and State regulations.
Director Project Management	Vice President Electric Systems	Promotes proper project management techniques and provides overall project management for major projects within Electric Systems.
Director, System Integrity	Vice President Electric Systems	Responsible for the performance of the Electric System and ensures that the system's capacity is adequate to handle current and future load demands and the system's harmonics are within acceptable ranges.
Director, Engineering & Strategic Planning	Vice President Electric Systems	Provides specialized engineering and strategy services for the Electric Systems business unit and oversees the GIS system.
Director, Construction Operations	Vice President Electric Systems	Responsible for the design, construction, and testing of new distribution facilities in a safe, reliable and cost effective manner.
Manager, System Maintenance	Vice President Electric Systems	Responsible for the design, operation and performance of the System Maintenance process.
Manager, Operate Electric Systems	Director, Customer Operations	Directs Electric Systems personnel to ensure that the distribution system is operated and maintained per established guidelines, rules & criteria.
Supervisor, Electric Systems Operations	Manager, Operate Electric Systems	Provides supervision to the dispatchers and operators of the SCADA system and updates related operating processes and procedures.
System Operators & System Dispatchers	Supervisor, Electric Systems Operations	Responsible for the safe and efficient operation and control of the SCADA system.
Manager, Restoration	Director, Customer Operations	Responsible for all aspects of the restoration process including leading the Emergency Action Initiative Team and providing short term and long term restoration process planning.

Electric Systems

Job Title	Reports To:	Descriptions
Engineer - Storm	Manager, Restoration	Coordinates field activities during outages to restore power quickly and safely.
Project Manager	Director Project Management	Provides project management services for major projects including creating project schedules, supervising team members, and managing project risks.
Manager, System Integrity	Director, System Integrity	Responsible for the performance of the Electric System and ensures that the system's harmonics are within acceptable ranges.
Manager, Resource Planning	Director, System Integrity	Monitors load on various components of the Electric Systems infrastructure to proactively prevent overload problems, and creates long term plans for future equipment upgrades.
Manager, Distribution Infrastructure	Director, Engineering & Strategic Planning	Leads engineers in capacity & infrastructure planning for the distribution system.
Manager, Substation Infrastructure	Director, Engineering & Strategic Planning	Leads engineers and designers in capacity & infrastructure planning for the substations, including protection and control planning and execution.
Chief Electrical Engineer	Director, Engineering & Strategic Planning	Provides specialized electrical engineering services including monitoring the harmonics of the electrical system.
Manager, Transmission & Substation	Director, Construction Operations	Responsible for the overall management and planning activities associated with substation construction, maintenance, and operation.
Supervisor(s), Transmission & Substation	Manager, Transmission & Substation	Responsible for the execution of the strategy associated with substation construction, maintenance, and operation.
Test Engineer	Manager, Transmission & Substation	Designs test plans and ensures that test results are properly obtained and recorded.
Electrical Test Technician	Supervisor(s), Transmission & Substation	Conducts the tests designed by the Test Engineer in a manner consistent with industry standards.
Manager, Power Delivery	Director, Construction Operations	Responsible for the overall management and operation of the distribution Power Delivery process.
Supervisor(s), Power Delivery	Manager, Power Delivery	Ensures that the power delivery assets are operating efficiently and are properly maintained to maximize reliability in a cost effective manner.
Construction Inspector, Underground	Manager, Power Delivery	Inspects underground cables during construction and maintenance activities and identifies related problems and their solutions.

Transmission Business (Administration, Planning and Construction)		
Job Title	Reports To:	Descriptions
Senior Director, Strategy & Control	Vice President Transmission Business	Responsible for the Transmission Business overall strategy and new business development.
Director, Infrastructure Planning	Vice President Transmission Business	Responsible for the capacity & infrastructure planning for the transmission system.
Senior Manager, Standards & Processes	Vice President Transmission Business	Responsible for documenting transmission related processes and UI's compliance to industry standards.
Project Director, M - N Project	Vice President Transmission Business	Responsible for all facets of the UI portion of the Middletown - Norwalk 345 kV project, including the coordination of UI's efforts with Northeast Utilities.
Principal Planner, or Planner	Director, Infrastructure Planning	Responsible for creating and monitoring the plan for future transmission investments, and seeking new transmission related opportunities.
Internal Consultant	(various)	Provides specialized engineering expertise and services, generally for a major project or situation.
Corporate Affairs (Sales Activity)		
Job Title	Reports To:	Descriptions
Senior Director Retail Access & Regulatory Strategy	Vice President Corporate Affairs	Responsible for responding to and maintaining compliance to DPUC and other State regulatory dockets and legislation. Also responsible for obtaining and monitoring default service power supply procurement and special supply contracts.
Manager, Wholesale Power Contracts	Senior Director Retail Access & Regulatory Strategy	Manages and coordinates all power supply procurement efforts to ensure an adequate and cost-effective supply to meet UI's obligations to its customers, consistent with all legislative and regulatory guidelines.