

EXHIBIT C

GENERAL CONDITIONS FROM RGE/NYSEG

1.) During construction activities on RGE/NYSEG's Right-of-Way(R/W), the contractor and/or property owner shall be fully liable for any damage to RGE/NYSEG's facilities. RGE/NYSEG shall hold the option to verify activities within the R/W and will hold the specific party financially responsible for any and all costs incurred to correct any unsafe conditions or code violations resulting from their activities.

2.)The contractor and/or property owner agrees to indemnify, hold harmless, and defend RGE/NYSEG from and against any and all liability for loss, cost, damage, or expense which RGE/NYSEG may suffer or for which RGE/NYSEG may be held liable by reason or damage to or destruction of any property including loss of use thereof, arising out of or in any manner connected with the exercise of this agreement, except where due solely to the act, omission, or negligence of RGE/NYSEG, its agents, servants, or employees.

3.) We advise that all equipment maintain a minimum clearance from the 115KV wires as specified by OSHA regulations. The property owner and/or contractor and their employees must adhere to the clearance requirements of the "High Voltage Proximity Act" Section 202(h) of the New York State Labor Law.

4.) All power lines shall be treated as energized unless:

- Official notification is given to the safety supervisor or site foreman by a RGE/NYSEG representative.
- A copy of RGE/NYSEG's tagging and grounding order is given to the Safety Supervisor or site foreman indicating that the grounding of the power line is complete and the time period the electric line will be de-energized.
- Visible grounds are seen on the power line structures on both ends of the pipeline construction areas.

5.) The contractor/property owner are put on notice that induced voltage may occur during construction, operation, or maintenance due to the proximity of RGE/NYSEG's electric facilities. Appropriate grounding shall be installed. RGE/NYSEG will not be responsible for any operation, construction, or maintenance problems that may occur due to the proximity of this project, facility, or under-ground utility to RGE/NYSEG's transmission line or within RGE/NYSEG's existing R/W.

6.) Prior to any excavation or construction on the R/W, 7 days notice shall be given to allow a RGE/NYSEG representative to be on site during work or to complete a final review with the landowner/contractor. Also, Inform the RGE/NYSEG contact with the type of equipment & vehicles that will be within the R/W. RGE/NYSEG reserves the

right to have a representative on site while the contractor is working in the vicinity of their transmission line. This representative shall have stop-work authority in the event that any clearances or articles of this document are violated. RGE/NYSEG will charge for any special studies or site witnessing along with time, equipment, & travel expenses for a RGE/NYSEG representative to be on site.

Primary RGE/NYSEG contact: (Line Supv from RGE/NYSEG Division or Corp. contact)
Secondary RGE/NYSEG contact: (RGE/NYSEG's Division Real Estate Rep.).

7.) Should blasting be necessary, RGE/NYSEG shall be provided the blasting proposal for review. No blasting shall take place within RGE/NYSEG's R/W until RGE/NYSEG has reviewed the blasting proposal and provided written approval. This review will not relieve the contractor and/or owner of its liability. Blasting shall be performed with the minimum charges necessary to prevent damage to RGE/NYSEG's facilities.

8.) At no time shall spoils from any portion of the excavation and/or material brought in, be stored within the RGE/NYSEG R/W such that the elevation of the resulting grade is above the grade which exists, unless approved by RGE/NYSEG.

9.) Following the installation of any facilities or utilities within the R/W, project completion notification & any minor as-built changes needed to be provided. This will be furnished to RGE/NYSEG within 60 days from project completion.

10.) RGE/NYSEG must preserve access to its transmission R/W. Any underground facilities or driveways that are installed on RGE/NYSEG's R/W where RGE/NYSEG will need to cross over shall be designed to support heavy equipment with an axle load of 22,000#. RGE/NYSEG shall not be held responsible for damage to underground installations due to movement of heavy equipment along the R/W.

11.) Underground installations & excavation projects should be as far away as possible from poles, anchors, and guy wires. Twenty-five (25) feet is a recommended minimum for up to 115kV transmission lines (50' for 230kV & 345kV). Any grading up to the 25 foot limitation shall be accessible to vehicle traffic for maintenance needs. A slope of 3H:1V or flatter is required. All grading shall be stabilized to prevent erosion. If there is a specific location that this requirement creates a problem, the details of each occurrence can be reviewed for acceptance or modification.

12.) Proposals for landscaping on RGE/NYSEG's R/W shall be presented in detail to the Company for review prior to installation. Concerns regarding liability, tree height, and maintenance need to be addressed. The district forester should review the plans to assure that the appropriate species are planted.

13.) Any facilities within the R/W shall be of standard construction as recognized by the industry and shall conform to all appropriate New York State Codes, and the owner shall, at all times after constructing such facilities, maintain the same in good repair and safe conditions.

14.) The grade within RGE/NYSEG's R/W shall not be raised or lowered from that indicated on the developer's initial plans without RGE/NYSEG's written review and approval of the resulting clearance changes.

15.) These plans were reviewed relative to existing RGE/NYSEG facilities on the developer's property. No consideration has been given to any future transmission requirements. Any agreement with the developer should reserve the right for RGE/NYSEG to reconstruct any of the lines at any time, with whatever type construction we deem necessary.

16.) To minimize the potential for future infringements, RGE/NYSEG's easement rights should be clearly specified to the property owner.

17.) Following pipeline or underground installations, post markers are required on RGE/NYSEG's R/W identifying the location of underground facilities. The post markers shall be installed on centerline of the underground facility a maximum of 250' apart. Name of company & contact # is necessary on the post markers incase of emergency contact is needed.

_____ Acknowledged and Agreed
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