Suite 500, 4342 Queen Street
Niagara Falls, Ontario, Canada L2E 7J7
Tel. 905 374 5200 ◆ Fax: 905 374 1157 ◆ www.hatch.ca

November 15, 2011

Subject: Recurrent Energy - RE Smiths Falls 5 Solar Project
Proposed Project Changes

RE Smiths Falls 5 ULC proposes several modifications to the design of RE Smiths Falls 5 Solar Project (hereinafter referred to as the "Project"). These changes are as a result of the following:

1. Requests from neighbours and the public from the consultation activities (e.g., public meetings);
2. Requests from the Township of Drummond/North Elmsley; and,
3. Project refinements resulting from the initiation of the detailed project design.

All REA documentation was reviewed in light of these proposed Project changes. Table 1.1, attached, provides a summary of the changes in each affected document including the type of change, existing text, proposed change, rationale for the change, any altered effect associated with the design change, any new mitigation and new environmental effects monitoring requirements.

In all cases the altered effect will not result in a change to the footprint of the facility, there are no new negative environmental effects (with the exception of one), and the altered effect is positive, neutral, or minimal impact. The exception is the proposal to burn brush should a re-use option not be feasible. Through mitigation, the impact should be temporary and minimal.

This information and the revised Noise Assessment Report will be available on the Project website as of Friday, November 18, 2011.

If you have any questions, please do not hesitate to contact me at 905-374-5200.

Yours truly,

Kimberley Arnold
Environmental Lead - Energy
KAA:srg

cc. B.Leah, Recurrent Energy

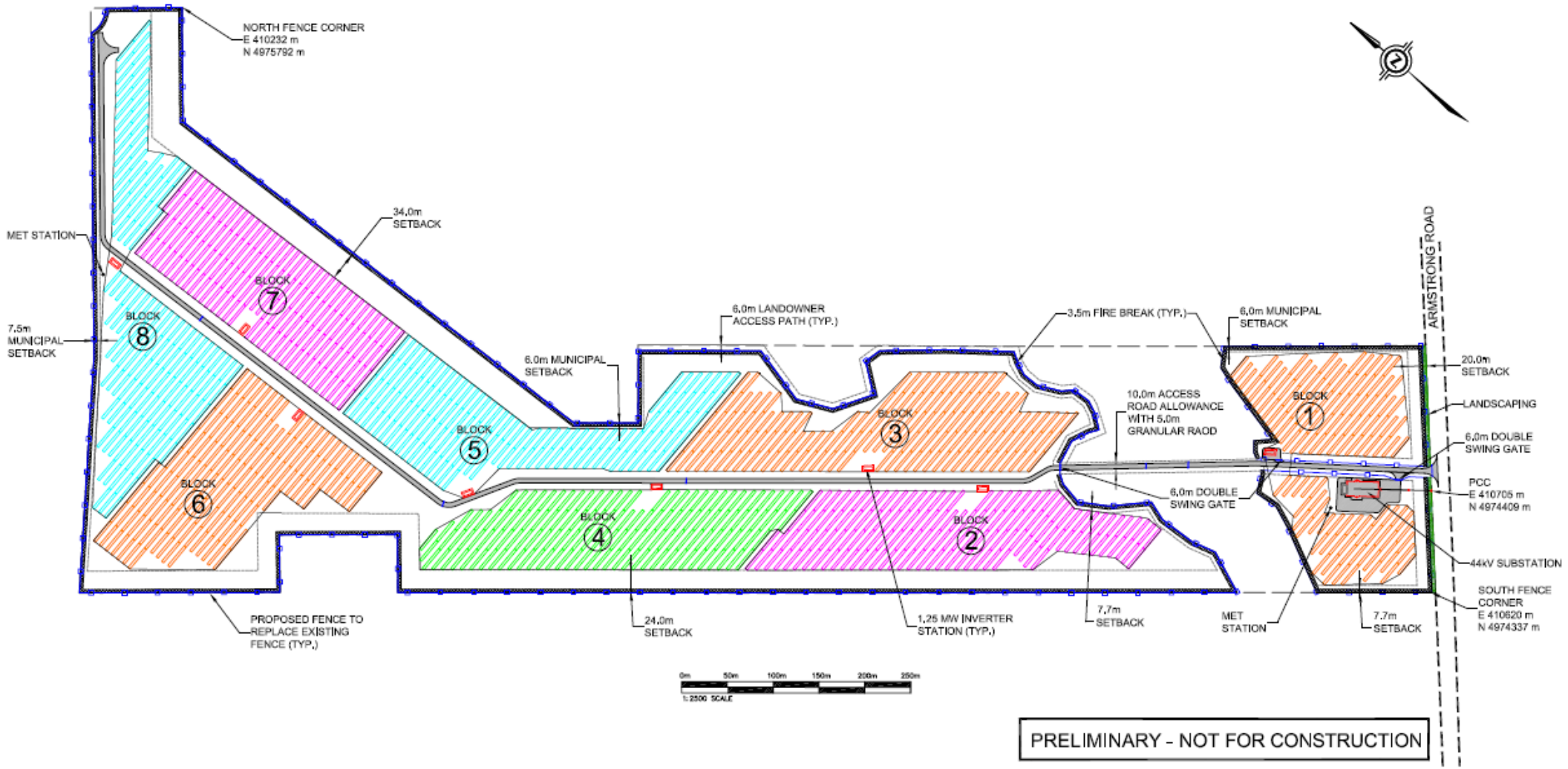
NORTH FENCE CORNER
E 410232 m
N 4975792 m
MET STATION
34.0m
SETBACK
BLOCK
7
BLOCK
8
7.5m
MUNICIPAL
SETBACK
6.0m LANDOWNER
ACCESS PATH (TYP.)
6.0m MUNICIPAL
SETBACK
BLOCK
5
BLOCK
6
BLOCK
4
BLOCK
3
BLOCK
2
3.5m FIRE BREAK (TYP.)
6.0m MUNICIPAL
SETBACK
10.0m ACCESS
ROAD ALLOWANCE
WITH 5.0m
GRANULAR RAOD
6.0m DOUBLE
SWING GATE
BLOCK
1
ARMSTRONG ROAD
20.0m
SETBACK
LANDSCAPING
6.0m DOUBLE
SWING GATE
PCC
E 410705 m
N 4974409 m
44kV SUBSTATION
SOUTH FENCE
CORNER
E 410820 m
N 4974337 m
PROPOSED FENCE TO
REPLACE EXISTING
FENCE (TYP.)
24.0m
SETBACK
1.25 MW INVERTER
STATION (TYP.)
7.7m
SETBACK
MET
STATION
7.7m
SETBACK
0m 50m 100m 150m 200m 250m
1:2500 SCALE
PRELIMINARY - NOT FOR CONSTRUCTION

Table 1.1 RE Smiths Falls 5 Solar Project – Table of Proposed Modifications, Rational for Change, Potential Environmental Effects and Mitigation Measures

Item Number	Item	Page No.	Existing Text	Design Change	Rationale for Change	Altered Effect	Additional Mitigation Required	Additional Environmental Effects Monitoring
Construction Plan Report								
1	Layout Changes	5		Substation moved back from road	An additional setback was requested by public and the municipality.	Visual impact of the facility from the roadway will be lessened.	N/A	N/A
2		5		3.5 m wide gravel fire break around periphery of site	Guidance from ESA for a fire break around perimeter of facility.	Improvement to facility fire protection and safety.	N/A	N/A
3		5		Revised access road and inverter locations	Revised road and inverter location optimized design based on other changes.	No Change (Noise Assessment Study shows modified facility is compliant with noise emission requirements).	N/A	N/A
4		5		Setbacks around periphery resulting altered panel footprint (smaller in some areas, but goes into previously potential areas)	Increased setbacks due to neighbour requests and shading concerns reduced available space in rear of facility.	No Change.	N/A	N/A
5		5		Panels have been placed in the area that was previously labelled "potential panel location"	Increased setbacks due to neighbour and shading concerns reduced available space in rear of facility.	No Change.	N/A	N/A
6	Groundwater well	11	A water well will be installed for construction purposes...	No water well installation required	Water will be trucked to the site from an approved off site source, with a valid permit to take water, if necessary.	No groundwater withdrawal from a well which would have potentially resulted in a minor, short-term decrease in the local groundwater table in the vicinity of the well as previously discussed in Section 3.2 of Appendix A to the Construction Plan Report (CPR).	No longer is mitigation required as described in Section 4.2 of Appendix A to the CPR.	N/A
7	Organic debris disposal	12	Larger trees will be felled using chainsaws and limbed and cut into smaller lengths for transport off-site...Trees could be chipped and processed on site for use as temporary erosion control. Excess material will be collected on site and transported off-site to a licensed landfill operation.	Section is amended to include burning of organic debris (brush) as a potential option should re-use not be feasible. Any burning of vegetation on site will be performed in accordance with all local laws and ordinances and after obtaining any required permits.	Since re-use may not always be feasible, burning is proposed. Burning will only be performed during unfavourable conditions such as winter with snow cover or wet conditions that preclude onsite disposal of vegetation by other means such as chipping and spreading.	Potential adverse effects on local air quality due to burning of debris and potential increase in fire risk due to burning of debris on site.	Any burning of vegetation on site will be performed in accordance with all local laws and ordinances and after obtaining any required permits. A fire emergency response plan will be prepared as part of the application for a permit.	None.
8	Screw Piles for the Foundation	15	Foundations formed of reinforced concrete	No concrete – drilled pile foundations to be used instead for inverter, transformer and substation foundations	Refinement of detailed design requirements.	Potential adverse effects to surface water as a result of concrete/ cement spills, as discussed in Section 4.1.3 of Appendix A to the CPR is eliminated.	Mitigation measures as discussed in Section 4.13.1 of Appendix A to the CPR are no longer required.	N/A
9	Use of Cable Tray for Internal Cabling	16	Cable trench and conduits will be installed	Using cable tray	Refinement of detailed design requirements.	No Change	N/A	N/A

Item Number	Item	Page No.	Existing Text	Design Change	Rationale for Change	Altered Effect	Additional Mitigation Required	Additional Environmental Effects Monitoring
10	PV Array Materials / Construction	21	2MVA Padmount Transformer to be installed on transformer pad	To be integrated into inverter house, no pad	Refinement of detailed design requirements	Potential adverse effects to surface water as a result of concrete/cement spills, as discussed in Section 4.1.3 of Appendix A to the CPR is eliminated.	Mitigation measures as discussed in Section 4.13.1 of Appendix A to the CPR are no longer required.	N/A
11		21	1 MW Power Inverter to be installed on inverter pad	To be installed on pile foundation	Refinement of detailed design requirements	Potential adverse effects to surface water as a result of concrete/ cement spills, as discussed in Section 4.1.3 of Appendix A to the CPR is eliminated.	Mitigation measures as discussed in Section 4.13.1 of Appendix A to the CPR are no longer required.	N/A
12		21	Recombiner Box to be located at various locations within the site	To be integrated into the inverter house	Refinement of detailed design requirements	No Change	N/A	N/A
13		21	PV Structures (7x2 panels/structure)	PV Structures (3x7 panels/ structure)	Refinement of detailed design requirements	No Change	N/A	N/A
14		21	36,800 PV Modules	46,368 PV Modules	Refinement of detailed design requirements	No Change	N/A	N/A
15	Substation Materials / Construction	23	Transformer to be installed on transformer foundation surrounded by oil containment	FR3 environmentally friendly oil with SorbWeb absorbent system, no holding tank	Environmentally friendly oil considered preferable to conventional design	No change	N/A	N/A
Design and Operations Report								
16	Control Building Size	3	The prefabricated control house building is approximately 6 m x 9 m	Approximately 4 m x 11 m	Refinement of detailed design requirements	Slightly smaller footprint	N/A	N/A
17	Transportation System	3	Approximately 3100 m of granular roadways	Approximately 1,800 m	Refinement of detailed design requirements	2300 m reduction in granular roadways. Positive benefit to stormwater management (better infiltration) and wildlife habitat (more ground cover vegetation)	N/A	N/A
18		3	Roadways with widths varying from 3.5 to 5.0 m	Widths of approximately 5.0 m	Road width increased at request of Township to accommodate emergency services vehicles	No Change	N/A	N/A
19		4		Substation moved back from road	Additional setback was requested by public and the municipality.	Visual impact of the facility from the roadway will be lessened.	N/A	N/A
20		4		3.5 m wide gravel fire break around periphery of site	Guidance from ESA for a fire break around perimeter of facility.	Improvement to facility fire protection and safety.	N/A	N/A
21		4		Revised access road and inverter locations	Site layout optimized during detailed design process	No Change (Noise Assessment Study shows modified facility is compliant with noise emission requirements)	N/A	N/A

Item Number	Item	Page No.	Existing Text	Design Change	Rationale for Change	Altered Effect	Additional Mitigation Required	Additional Environmental Effects Monitoring
22		4		Setbacks around periphery resulting altered panel footprint (smaller in some areas, but goes into previously potential areas)	Increased setbacks due to neighbour requests and shading concerns reduced available space in rear of facility.	No Change	N/A	N/A
23		4		Panels have been placed in the area that was previously labelled "potential panel location"	Refinement of detailed design requirements	No Change	N/A	N/A
24	Transformer Specifications	5	7.5/10 MVA, 44 kV / 13.8 kV	7.5/10 MVA, 44 kV / 27.6 kV	Refinement of detailed design requirements	No Change (Noise Assessment Study has been modified and remains compliant)	N/A	N/A
25		5	These (intermediate) transformers are proposed to be 2 MVA, 13.8 kV / 265 VAC	1.25 MVA, 27.6 kV / 265 VAC	Refinement of detailed design requirements	No Change (Noise Assessment Study has been modified and remains compliant)	N/A	N/A
26		5	A station service transformer rated as 100 kVA three phase...	Rated as 150 kVA	Refinement of detailed design requirements	No Change (Noise Assessment Study has been modified and remains compliant)	N/A	N/A
27	Panel Type	7	Suntech Model STP280-24/Vd	Celestica Models: **CLS285P** **CLS280P**	Refinement of detailed design requirements	No change	N/A	N/A
28	Inverter Type	7	Satcon PowerGate Plus 1 MW Inverter 420 – 850 VDC input	Equinox 1.25 MW Inverter 420 – 750 VDC input	N/A	N/A	N/A	N/A
29	Substation Materials / Construction	7	Footings and oil containment system for the power transformer;	Use of FR3 (or equivalent) oil with SorbWeb absorbent system instead of secondary containment	Environmentally friendly oil considered preferable to conventional design	No change	N/A	N/A
30	Inverter Construction	8	Inverters and their associated transformers will be mounted on concrete pads	Use of drilled pile foundations instead of concrete pads	Refinement of detailed design requirements	Potential adverse effects to surface water as a result of concrete/ cement spills, as discussed in Section 4.1.3 of Appendix A to the CPR is eliminated.	Mitigation measures as discussed in Section 4.13.1 of Appendix A to the CPR are no longer required.	N/A
31	Transmission Equipment	8	Walk-in metal clad switchgear with 15 kV cells	Remove as this is not applicable.	Refinement of detailed design requirements	Any effect resulting from walk-in metal clad switchgear with 15 kV cells is now removed.	N/A	N/A
32	Transformer Maintenance	11	Check the containment system to ensure the liner is attached and has no signs of perforations or other damage;	Check the absorbent/retention to ensure the liner is attached ...	Refinement of detailed design requirements	No Change	N/A	N/A
33		11	Check the concrete walls for signs of cracks or frost heaving;	Remove as this is not applicable.	Refinement of detailed design requirements	No Change – monitoring component no longer required	N/A	N/A
34	Water Well	12	A water well will be installed	No well needed. Trucked in purified water to be used instead	Water will be trucked to the site from an approved off site source.	No groundwater withdrawal from a well which would have potentially resulted in a minor, short-term decrease in the local groundwater table in the vicinity of the well as previously discussed in Section 3.2 of Appendix A to the Construction Plan Report (CPR).	No longer is mitigation required as described in Section 4.2 of Appendix A to the CPR.	N/A

Item Number	Item	Page No.	Existing Text	Design Change	Rationale for Change	Altered Effect	Additional Mitigation Required	Additional Environmental Effects Monitoring
Decommissioning Plan Report								
35	Large Scale Compaction Remediation	4	All road and other areas compacted during original construction or by equipment used in the decommissioning, shall be tilled... to the proper density and depth... low areas filled with clean... material... topsoils will be placed to a depth and density consistent with the surrounding field.	Topsoil will be placed after final grading prior to rack placement during the construction process. There will not be any topsoil stockpiled to place during decommissioning.	Refinement of detailed design requirements	Any adverse effects to soil health as a result of stockpiling will be mitigated.	N/A	N/A
36	Topsoil Infilling	5	Following removal of all solar equipment... where practical, topsoil on site will be removed and stockpiled in order to avoid compaction for decommissioning activities. After chiselling, compost will be applied and the topsoil spread and then the entire site will be tilled to further loosen the soil and blend the compost.	No compaction of topsoil or remediation of compacted subsoils is anticipated to be necessary during decommissioning.	Refinement of detailed design requirements	Any adverse effects to soil health as a result of compaction will be mitigated.	N/A	N/A