



Entergy Nuclear Generation Company
Pilgrim Nuclear Power Station
600 Rocky Hill Road
Plymouth, MA 02360

J. F. Alexander
Director
Nuclear Assessment

10 CFR 50.54(w)

ENG C Ltr. 2.99.126
January 5, 2000

Docket No. 50-293
License No. DPR-35

U.S. Nuclear Regulatory Commission
Attention: Document Control Desk
Washington, DC 20555-0001

Subject: Endorsements to Nuclear Energy Liability Insurance
[MAELU Certificate M-0031, NELIA Certificate N-0031, and
NELIA Policies NF-0188 and NW-0573]

Dear Sir:

Please find enclosed endorsements 26 and 27 to Mutual Atomic Energy Liability Underwriters (MAELU) Certificate M-0031 that forms part of Master Policy No. 1, Nuclear Energy Liability Insurance (Secondary Financial Protection). In essence, Endorsement 26 (two pages) reflects the sale and transfer of ownership of Pilgrim Station, from Boston Edison Company to Entergy Nuclear Generation Company, that occurred on July 13, 1999. Endorsement 27 (two pages) also reflects the change in ownership of Pilgrim Station and pertains to Condition 2 of Policy No. 1 by way of a bond regarding the payment of retrospective premiums.

Please also find enclosed endorsements 35 and 36 to Nuclear Energy Liability Insurance Association (NELIA) Certificate N-0031 that forms part of Master Policy No. 1, Nuclear Energy Liability Insurance (Secondary Financial Protection). In essence, Endorsement 35 (two pages) reflects the change in ownership of Pilgrim Station. Endorsement 36 (two pages) reflects the change in ownership of Pilgrim Station and pertains to Condition 2 of Policy No. 1 by way of a bond regarding the payment of retrospective premiums.

Please also find endorsements 204 and 205 to NELIA Policy No. NF-0188. Endorsement 204 (one page) indicates that Item 1 of the policy declarations was amended to reflect the change in ownership of Pilgrim Station. Endorsement 205 (one page) reflects changes to the dollar amounts identified in Item 1 (advance premium) and Item 2 (standard premium and reserve premium) of Endorsement 201 and identifies an additional premium.

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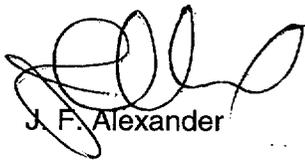
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Page 2

Please also find enclosed Endorsement 3 to NELIA Certificate No. NW-0573. Endorsement 3 (one page) indicates that Item 1 of the certificate declarations was amended to reflect the change in ownership of Pilgrim Station.

These endorsements are collateral to the sale and transfer of ownership of Pilgrim Station that occurred on July 13, 1999. The transfer was effectuated with the NRC's issuance of License Amendment No. 181, dated July 13, 1999 (Ltr. 1.99.080). Amendment No. 11 of Indemnity Agreement No. B-48 was issued as part of Amendment 181. After signature by Boston Edison Company and Entergy Nuclear Generation Company, the indemnity agreement was submitted to the NRC on August 9, 1999 (Ltr. 2.99.081).

Please feel free to contact Mr. Douglas Ellis of my staff, at (508) 830-8160, if you have any questions regarding this subject.

Sincerely,



J. F. Alexander

Enclosures (as stated)
DWE/

CC w/Enclosures:

Ms. Cynthia Carpenter, Chief
Generic Issues, Environmental, Financial,
and Rulemaking Branch
Division of Regulatory Improvement Programs
Office of Nuclear Reactor Regulation
2 White Flint North
15545 Rockville Pike
Rockville, MD 20852

Mr. Hubert J. Miller
Regional Administrator, Region I
U.S. Nuclear Regulatory Commission
475 Allendale Road
King of Prussia, PA 19406

Mr. Alan A. Wang, Project Manager
Office of Nuclear Reactor Regulation
2 White Flint North
15545 Rockville Pike
Rockville, MD 20852

NRC Senior Resident Inspector
Pilgrim Station

**NUCLEAR ENERGY LIABILITY INSURANCE
MUTUAL ATOMIC ENERGY LIABILITY UNDERWRITERS**

ENDORSEMENT TO CERTIFICATE NO. M -0031
FORMING PART OF MASTER POLICY NO. 1
NUCLEAR ENERGY LIABILITY INSURANCE
(SECONDARY FINANCIAL PROTECTION)

It is agreed that:

1. On and after the Effective Date stated below, Item 1 of the Declarations which are part of Certificate No. M -0031 originally issued to and signed by Boston Edison Company with a Certificate Period beginning at 12:01 A.M. on the first day of August, 1977, and continuing through 11:59 P.M. on the 31st day of December, 1997, eastern standard time, is amended as follows:

Item 1. Named insureds and addresses:

Entergy Nuclear Generation Company
1340 Echelon Parkway
Jackson, Mississippi 39213

2. All liabilities and obligations of Boston Edison Company under Certificate No. M -0031 are hereby transferred to and assumed by Entergy Nuclear Generation Company.
3. This endorsement amends none of the other provisions of the "Certificate of Insurance, Declarations and Bond for Payment of Retrospective Premiums" of said Certificate No. M -0031.

ACCEPTED BY:

Entergy Nuclear Generation Company

Jerry W. Yelverton
(Signature of Officer)

Jerry W. Yelverton
(Type or Print Name)

President & CEO
(Title)

December 6, 1999
(Date)

ACCEPTED BY:

Boston Edison Company

James D. Rappoli
(Signature of Officer)

JAMES D. RAPPOLI
(Type or Print Name)

VICE PRESIDENT AND TREASURER
(Title)

11/9/99
(Date)

THIS IS TO CERTIFY THAT THIS IS A TRUE COPY OF THE ORIGINAL CERTIFICATE, BEARING THE NUMBER DESIGNATED HEREON, FOR INSURANCE COVERAGE UNDER THE MASTER POLICY-NUCLEAR ENERGY LIABILITY INSURANCE (SECONDARY FINANCIAL PROTECTION). NO INSURANCE IS AFFORDED BY THIS COPY.

**JOHN L. QUATTROCHI
SENIOR VICE PRESIDENT-UNDERWRITING
AMERICAN NUCLEAR INSURERS**

Effective Date of
this Endorsement:

July 13, 1999
12:00 P.M. Standard Time

To form a part of Certificate No. M -0031

Issued to: **Entergy Nuclear Generation Company**

Date of Issue: **July 13, 1999**

For the subscribing companies

By *J. S. Quattrocchi*
MARSH USA INC.

Endorsement No: **26**

Countersigned by

BY: *Edward R. Ford*

NUCLEAR ENERGY LIABILITY INSURANCE
MUTUAL ATOMIC ENERGY LIABILITY UNDERWRITERS

ENDORSEMENT TO CERTIFICATE NO. M -0031
FORMING PART OF MASTER POLICY NO. 1
NUCLEAR ENERGY LIABILITY INSURANCE
(SECONDARY FINANCIAL PROTECTION)

In consideration of its being designated the named insured in Certificate No. M -0031 by Endorsement thereto and issued concurrently herewith, Entergy Nuclear Generation Company hereby executes the following Bond:

BOND FOR PAYMENT OF RETROSPECTIVE PREMIUMS

Know All Men By These Presents, that the undersigned does hereby acknowledge that Entergy Nuclear Generation Company is the named insured under Master Policy No. 1 described in the Certificate of Insurance and Declarations of Certificate No. M -0031, which was originally issued to and signed by Boston Edison Company with a Certificate Period beginning at 12:01 A.M. on the 1st day of August, 1977, and continuing through 11:59 P.M. on the 31st day of December, 1997, eastern standard time. The undersigned does hereby covenant with and is held and is firmly bound to the subscribing members of Mutual Atomic Energy Liability Underwriters (hereinafter called the "companies") to pay to the companies all retrospective premiums and allowances for premium taxes which shall become due and payable in accordance with the terms of Master Policy No. 1, with interest on such premiums and allowances for taxes to be computed at the rate provided in Master Policy No. 1 from the date payment thereof is specified to be due the companies in a written notice to the first named insured, as provided in Condition 2 of Master Policy No. 1 until paid.

And it is hereby expressly agreed that copies of written notices of retrospective premiums and allowances for premium taxes due and payable or other evidence of such amounts due and payable sworn to by a duly authorized representative of the companies shall be prima facie evidence of the fact and extent of the liability of the named insureds for such amounts.

And it is further expressly agreed that the named insureds will indemnify the companies against any and all liability, losses and expenses of whatsoever kind or nature (including but not limited to interest, court costs and counsel fees) which the companies may sustain or incur (1) by reason of the failure of the named insureds to comply with the covenants and provisions of this Bond or (2) in enforcing any of the covenants or provisions of this Bond, or any provisions of Master Policy No. 1 relating to such covenants or provisions.

For the purpose of recording this agreement a photocopy acknowledged before a Notary Public to be a true copy hereof shall be regarded as an original.

THE ABOVE BOND FORMS A PART OF MASTER POLICY NO. 1. THE FACT THAT MASTER POLICY NO. 1 AND CERTIFICATE NO. M -0031 ISSUED BY MUTUAL ATOMIC ENERGY LIABILITY UNDERWRITERS HAVE BEEN CANCELLED SHALL NOT AFFECT THE OBLIGATIONS OF ENTERGY NUCLEAR GENERATION COMPANY UNDER SAID MASTER POLICY NO. 1 OR THE BONDS TO PAY THE RETROSPECTIVE PREMIUMS AND ALLOWANCES FOR PREMIUM TAXES AS PROVIDED IN CERTIFICATE NO. M -0031 AND CONDITION 2 OF MASTER POLICY NO. 1.

IN WITNESS WHEREOF, the undersigned named insured has caused this Bond for Payment of Retrospective Premiums, to be signed and sealed by a duly authorized officer, to be effective from and after the date stated below, eastern standard time.

Attest or Witness

Named Insured:

Entergy Nuclear Generation Company
(Named Insured - Type or Print)

Joseph L. Blount

By Jerry W. Yelverton (Seal)
(Signature of Officer)
Jerry W. Yelverton
President & CEO
(Type or Print Name & Title of Officer)

Date: December 6, 1999

THIS IS TO CERTIFY THAT THIS IS A TRUE COPY OF THE ORIGINAL CERTIFICATE, BEARING THE NUMBER DESIGNATED HEREON, FOR INSURANCE COVERAGE UNDER THE MASTER POLICY-NUCLEAR ENERGY LIABILITY INSURANCE (SECONDARY FINANCIAL PROTECTION). NO INSURANCE IS AFFORDED BY THIS COPY.

**JOHN L. QUANTROCCHI
SENIOR VICE PRESIDENT-UNDERWRITING
AMERICAN NUCLEAR INSURERS**

Effective Date of
this Endorsement: **July 13, 1999**
12:00 P.M. Standard Time

To form a part of Certificate No. **MI -0031**

Issued to: **Entergy Nuclear Generation Company**

Date of Issue: **July 13, 1999**

For the subscribing companies

By J. S. Quantrocchi INC.

Endorsement No: **27**

BY: Edward R. Ford
Countersigned by

NUCLEAR ENERGY LIABILITY INSURANCE
NUCLEAR ENERGY LIABILITY INSURANCE ASSOCIATION

ENDORSEMENT TO CERTIFICATE NO. N -0031
FORMING PART OF MASTER POLICY NO. 1
NUCLEAR ENERGY LIABILITY INSURANCE
(SECONDARY FINANCIAL PROTECTION)

It is agreed that:

1. On and after the Effective Date stated below, Item 1 of the Declarations which are part of Certificate No. N -0031 originally issued to and signed by Boston Edison Company with a Certificate Period beginning on August 1, 1977, is amended as follows:

Item 1. Named insureds and addresses:

Entergy Nuclear Generation Company
1340 Echelon Parkway
Jackson, Mississippi 39213

2. All liabilities and obligations of Boston Edison Company under Certificate No. N -0031 are hereby transferred to and assumed by Entergy Nuclear Generation Company.
3. This endorsement amends none of the other provisions of the "Certificate of Insurance, Declarations and Bond for Payment of Retrospective Premiums" of said Certificate No. N -0031.

ACCEPTED BY:

Entergy Nuclear Generation Company

Jerry W. Yelverton
(Signature of Officer)

Jerry W. Yelverton
(Type or Print Name)

President & CEO
(Title)

December 6, 1999
(Date)

ACCEPTED BY:

Boston Edison Company

James D. Rappoli
(Signature of Officer)

JAMES D. RAPPOLI
(Type or Print Name)

VICE PRESIDENT AND TREASURER
(Title)

11/9/99
(Date)

THIS IS TO CERTIFY THAT THIS IS A TRUE COPY OF THE ORIGINAL CERTIFICATE, BEARING THE NUMBER DESIGNATED HEREON, FOR INSURANCE COVERAGE UNDER THE MASTER POLICY-NUCLEAR ENERGY LIABILITY INSURANCE (SECONDARY FINANCIAL PROTECTION). NO INSURANCE IS AFFORDED BY THIS COPY.

JOHN L. QUATTROECCHI
SENIOR VICE PRESIDENT-UNDERWRITING
AMERICAN NUCLEAR INSURERS
To form a part of Certificate No. N -0031

Effective Date of this Endorsement:

July 13, 1999
12:00 P.M. Standard Time

Issued to: Entergy Nuclear Generation Company

Date of Issue: July 13, 1999

For the subscribing companies

By *John D. Turner*
MARSH USA INC.
PRESIDENT

Endorsement No: 35

BY: *Edward R. Ford*
Countersigned by

NUCLEAR ENERGY LIABILITY INSURANCE
NUCLEAR ENERGY LIABILITY INSURANCE ASSOCIATION

ENDORSEMENT TO CERTIFICATE NO. N -0031
FORMING PART OF MASTER POLICY NO. 1
NUCLEAR ENERGY LIABILITY INSURANCE
(SECONDARY FINANCIAL PROTECTION)

In consideration of its being designated the named insured in Certificate No. N -0031 by Endorsement thereto and issued concurrently herewith, Entergy Nuclear Generation Company hereby executes the following Bond:

BOND FOR PAYMENT OF RETROSPECTIVE PREMIUMS

Know All Men By These Presents, that the undersigned does hereby acknowledge that Entergy Nuclear Generation Company is the named insured under Master Policy No. 1 described in the Certificate of Insurance and Declarations of Certificate No. N -0031, which was originally issued to and signed by Boston Edison Company with a Certificate Period beginning on August 1, 1977 and as amended. The undersigned does hereby covenant with and is held and is firmly bound to the subscribing members of Nuclear Energy Liability Insurance Association (hereinafter called the "companies") to pay to the companies all retrospective premiums and allowances for premium taxes which shall become due and payable in accordance with the terms of Master Policy No. 1, as it may be changed from time to time, with interest on such premiums and allowances for taxes to be computed at the rate provided in Master Policy No. 1 from the date payment thereof is specified to be due the companies in a written notice to the first named insured, as provided in Condition 2 of Master Policy No. 1 until paid.

And it is hereby expressly agreed that copies of written notices of retrospective premiums and allowances for premium taxes due and payable or other evidence of such amounts due and payable sworn to by a duly authorized representative of the companies shall be prima facie evidence of the fact and extent of the liability of the named insureds for such amounts.

And it is further expressly agreed that the named insureds will indemnify the companies against any and all liability, losses and expenses of whatsoever kind or nature (including but not limited to interest, court costs and counsel fees) which the companies may sustain or incur (1) by reason of the failure of the named insureds to comply with the covenants and provisions of this Bond or (2) in enforcing any of the covenants or provisions of this Bond, or any provisions of Master Policy No. 1 relating to such covenants or provisions.

For the purpose of recording this agreement a photocopy acknowledged before a Notary Public to be a true copy hereof shall be regarded as an original.

THE ABOVE BOND FORMS A PART OF MASTER POLICY NO. 1. CANCELLATION OR TERMINATION OF MASTER POLICY NO. 1 OR CERTIFICATE NO. N-0031 SHALL NOT AFFECT THE OBLIGATIONS OF THE NAMED INSURED UNDER MASTER POLICY NO. 1 OR THE BONDS TO PAY THE RETROSPECTIVE PREMIUMS AND ALLOWANCES FOR PREMIUM TAXES AS PROVIDED IN CERTIFICATE NO. N-0031 AND CONDITION 2 OF MASTER POLICY NO. 1.

IN WITNESS WHEREOF, the undersigned named insured has caused this Bond for Payment of Retrospective Premiums, to be signed and sealed by a duly authorized officer, to be effective from and after the date stated below, eastern standard time.

Attest or Witness

Named Insured:

Entergy Nuclear Generation Company
(Named Insured - Type or Print)

Joseph L. Blount

By Jerry W. Yelverton (Seal)
(Signature of Officer)
Jerry W. Yelverton
President & CEO
(Type or Print Name & Title of Officer)

Date: December 6, 1999

THIS IS TO CERTIFY THAT THIS IS A TRUE COPY OF THE ORIGINAL CERTIFICATE, BEARING THE NUMBER DESIGNATED HEREON, FOR INSURANCE COVERAGE UNDER THE MASTER POLICY-NUCLEAR ENERGY LIABILITY INSURANCE (SECONDARY FINANCIAL PROTECTION). NO INSURANCE IS AFFORDED BY THIS COPY.

J. L. Quattrocchi
JOHN L. QUATTROCCHI
SENIOR VICE PRESIDENT-UNDERWRITING
AMERICAN NUCLEAR INSURERS

Effective Date of
this Endorsement: **July 13, 1999**
12:00 P.M. Standard Time

To form a part of Certificate No. N-0031

Issued to: **Entergy Nuclear Generation Company**

Date of Issue: **July 13, 1999**

For the subscribing companies
By Lege D. Hunt
MARSH USA INC.
PRESIDENT

Endorsement No: **36**

BY: Edward R. Ford
Countersigned by

NUCLEAR ENERGY LIABILITY INSURANCE
NUCLEAR ENERGY LIABILITY INSURANCE ASSOCIATION

AMENDMENT OF NAMED INSURED AND ADDRESS ENDORSEMENT

It is agreed that Item 1 of the Declarations is amended to read:

Item 1.	Named Insured:	Entergy Nuclear Generation Company
	Address:	1340 Echelon Parkway Jackson, Mississippi 39213

This is to certify that this is a true copy of the original Endorsement having the endorsement number and being made part of the Nuclear Energy Liability Policy (Facility Form) as designated hereon. No insurance is offered hereon.

J. S. Hattwood
John L. Quastrecht, Sales and Marketing Director
American Nuclear Insurance

Effective Date of
this Endorsement:

July 13, 1999
(12:00 P.M. Standard Time)

To form a part of Policy No. **NF -0188**

Issued to: **Entergy Nuclear Generation Company**

Date of Issue: **July 13, 1999**

For the subscribing companies

By *Jege D. Hunt*
MARSH & MCGRAW INC.

Endorsement No: **204**

BY: *Edward R. Ford*
Countersigned by

**NUCLEAR ENERGY LIABILITY INSURANCE
NUCLEAR ENERGY LIABILITY INSURANCE ASSOCIATION**

ADVANCE PREMIUM AND STANDARD PREMIUM ENDORSEMENT

CALENDAR YEAR 1999

It is agreed that Items 1 and 2 of **Endorsement No. 201** are amended to read:

1. **ADVANCE PREMIUM:** It is agreed that the Advance Premium due the companies for the period designated above is: **\$417,339.00**

2. **STANDARD PREMIUM AND RESERVE PREMIUM:** In the absence of a change in the Advance Premium indicated above, it is agreed that, subject to the provisions of the Industry Credit Rating Plan, the Standard Premium is said Advance Premium and the Reserve Premium is: **\$280,273.00**

Additional Premium: \$71,303.00

This is to certify that this is a true copy of the original Endorsement having the endorsement number and being made part of the Nuclear Energy Liability Policy (Facility Form) as designated hereon. No insurance is afforded hereunder.

J. L. Quattrocchi
John L. Quattrocchi, Senior Vice President-Underwriting
American Nuclear Insurers

Effective Date of
this Endorsement:

January 1, 1999
(12:01 A.M. Standard Time)

To form a part of Policy No. **NF -0188**

Issued to: **Entergy Nuclear Generation Company**

Date of Issue: **July 19, 1999**

For the subscribing companies

By

Jege D. Turner
MARSH USA INC.

Endorsement No: **205**

BY: *E. R. Ford*
Countersigned by

**NUCLEAR ENERGY LIABILITY INSURANCE
NUCLEAR ENERGY LIABILITY INSURANCE ASSOCIATION**

AMENDMENT OF NAMED INSUREDS AND ADDRESSES ENDORSEMENT

It is agreed that Item 1 of the Declarations is amended to read:

Item 1. Named Insureds and Addresses:

Entergy Nuclear Generation Company
1340 Echelon Parkway
Jackson, Mississippi 39213

This is to certify that this is a true copy of the original endorsement having the endorsement number and being made part of the Certificate of Insurance bearing the number designated hereon for insurance coverage under the Nuclear Energy Liability Policy (Facility Workers Excl). No insurance is afforded hereunder.

**John L. Quattrocchi, Senior Vice President - Underwriting
American Nuclear Insurers**

Effective Date of
this Endorsement:

July 13, 1999
12:00 P.M. Standard Time

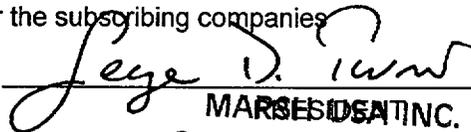
To form a part of Certificate No. NW -0573

Issued to: **Entergy Nuclear Generation Company**

Date of Issue: **July 13, 1999**

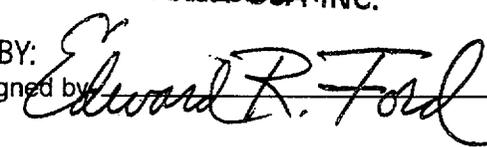
For the subscribing companies

By


MARSEBIDEA INC.

Endorsement No:

3

BY: 
Countersigned by