

# MIDCONTINENT EXPRESS PIPELINE LLC

December 10, 2020

Kimberly D. Bose, Secretary  
Federal Energy Regulatory Commission  
888 First Street, N.E.  
Washington, D.C. 20426

Re: Midcontinent Express Pipeline LLC  
Enable Oklahoma Intrastate Transmission, LLC  
Joint Abbreviated Application of Midcontinent Express Pipeline LLC and Enable Oklahoma  
Intrastate Transmission, LLC for Partial Lease Capacity Abandonment Authorization  
Docket No. CP21-\_\_\_-000

Dear Secretary Bose:

Midcontinent Express Pipeline LLC ("MEP") and Enable Oklahoma Intrastate Transmission, LLC, formerly known as Enogex Inc. ("Enable Oklahoma") hereby submit for filing with the Federal Energy Regulatory Commission ("Commission") a joint application under Sections 7 (b) and 7(c) of the Natural Gas Act, and pursuant to Part 157 of the Commission's regulations, requesting the following: (1) authorization for MEP to abandon 52,500 dekatherms per day ("Dth/day") of currently leased transportation capacity held on Enable Oklahoma's intrastate pipeline system; (2) authorization for Enable Oklahoma to amend its limited jurisdiction certificate of public convenience and necessity under which Enable Oklahoma was authorized to lease capacity to MEP, to reflect the return of the 52,500 Dth/day of capacity being abandoned by MEP; and (3) any necessary Commission approvals to implement the reduction in leased capacity under the lease arrangement between MEP and Enable Oklahoma, as more fully described in the joint application, to be effective June 1, 2021.

If you have any questions, please contact me either by phone at (205) 325-3843 or e-mail at [brooks\\_henderson@kindermorgan.com](mailto:brooks_henderson@kindermorgan.com).

Sincerely,

MIDCONTINENT EXPRESS PIPELINE LLC

*/s/ T. Brooks Henderson*

T. Brooks Henderson  
Director, Rates & Regulatory Affairs  
Kinder Morgan, Inc. for the Operator of Midcontinent Express Pipeline LLC

Attachments

STATE OF ALABAMA

)

) SS.

COUNTY OF JEFFERSON

)

T. BROOKS HENDERSON, being first duly sworn, deposes and says that he is a Director of Rates and Regulatory acting on behalf of the Operator of Midcontinent Express Pipeline LLC; that as such he is authorized to sign and verify the attached JOINT ABBREVIATED APPLICATION OF MIDCONTINENT EXPRESS PIPELINE LLC AND ENABLE OKLAHOMA INTRASTATE TRANSMISSION, LLC FOR PARTIAL LEASE CAPACITY ABANDONMENT AUTHORIZATION ("Application"); that said Application was prepared under his direction and supervision; that he knows the contents thereof; and that all of the statements made therein are true to the best of his knowledge, information and belief.

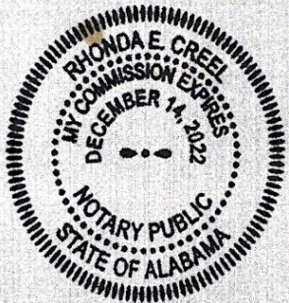
*T. Brooks Henderson*

T. Brooks Henderson

Subscribed and sworn to before me this 10th day of December, 2020.

*Rhonda E. Creel*

Notary Public in and for  
the State of Alabama



**UNITED STATES OF AMERICA**  
**BEFORE THE**  
**FEDERAL ENERGY REGULATORY COMMISSION**

**Midcontinent Express Pipeline LLC** ) **Docket No. CP21-\_\_\_-000**  
**Enable Oklahoma Intrastate** )  
**Transmission, LLC**

**JOINT ABBREVIATED APPLICATION OF MIDCONTINENT EXPRESS PIPEINE LLC  
AND ENABLE OKLAHOMA INTRASTATE TRANSMISSION, LLC  
FOR PARTIAL LEASE CAPACITY ABANDONMENT AUTHORIZATION**

Pursuant to Sections 7(b) and 7(c) of the Natural Gas Act, as amended (“NGA”),<sup>1</sup> and Sections 157.7 and 157.18 of the regulations of the Federal Energy Regulatory Commission (“FERC” or “Commission”),<sup>2</sup> Midcontinent Express Pipeline LLC (“MEP”) and Enable Oklahoma Intrastate Transmission, LLC, formerly known as Enogex Inc. (“Enable Oklahoma”)<sup>3</sup> (collectively referred to as “Applicants”) submit this joint abbreviated application (“Application”) for the following: (1) authorization for MEP to abandon 52,500 dekatherms per day (“Dth/day”) of currently leased transportation capacity held on Enable Oklahoma’s intrastate pipeline system; (2) authorization for Enable Oklahoma to amend its limited jurisdiction certificate of public convenience and necessity under which Enable Oklahoma was authorized to lease capacity to MEP, to reflect the return of the 52,500 Dth/day of capacity being abandoned by MEP pursuant to this Application; and (3) any necessary Commission approvals to implement the reduction in leased capacity under the lease arrangement between MEP and Enable Oklahoma, as more fully described herein. Applicants respectfully request the Commission to issue an order approving the Application and allow the modification to the lease arrangement between MEP and Enable Oklahoma to be effective as of June 1, 2021.

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<sup>1</sup> 15 U.S.C. § 717f(b) (2012).

<sup>2</sup> 18 CFR § 157.7 (2020) and 18 CFR §§ 157.18 (2020).

<sup>3</sup> On May 1, 2013, Enable Midstream Partners, LP was formed as a limited partnership among OGE Energy Corp., affiliates of ArcLight Capital Partners, LLC, and CenterPoint Energy, Inc. Enable Oklahoma is a wholly-owned subsidiary of Enable Midstream Partners, LP. Throughout this Application, the Joint Applicants will use “Enable Oklahoma” to refer to both Enable Oklahoma Intrastate Transmission, LLC and Enogex LLC.

In support of this Application, the Applicants submit the following information:

**I**

**COMMUNICATIONS**

The persons to whom all communications concerning this Application are to be addressed are:

<p>Karen Ferazzi                  Assistant General Counsel                  Kinder Morgan, Inc. for the Operator of                  Midcontinent Express Pipeline LLC                  1001 Louisiana St., Suite 1000                  Houston, TX 77002                  (713) 369-9354  <a href="mailto:karen_ferazzi@kindermorgan.com">karen_ferazzi@kindermorgan.com</a></p>	<p>T. Brooks Henderson                  Director, Rates &amp; Regulatory                  Kinder Morgan, Inc. for the Operator of                  Midcontinent Express Pipeline LLC                  569 Brookwood Village, Suite 749                  Birmingham, AL 35209                  (205) 325-3843  <a href="mailto:brooks_henderson@kindermorgan.com">brooks_henderson@kindermorgan.com</a></p>
<p>Jonathan Christian                  Associate General Counsel                  Enable Midstream Partners, LP                  910 Louisiana St., 48<sup>th</sup> Floor                  Houston, Texas 77002                  Phone: (346) 701-2146  <a href="mailto:jonathan.christian@enablemidstream.com">jonathan.christian@enablemidstream.com</a></p>	<p>Lisa Yoho                  Senior Director, Regulatory and FERC                  Compliance                  Enable Midstream Partners, LP                  910 Louisiana St., 48<sup>th</sup> Floor                  Houston, TX 77002                  Phone: (346) 701-2539  <a href="mailto:Lisa.yoho@enablemidstream.com">Lisa.yoho@enablemidstream.com</a></p>

MEP also requests that copies be sent to:

<p>Michael T. Langston                  VP &amp; Chief Regulatory Officer                  Energy Transfer Partners, L.P.                  1300 Main St.                  Houston, TX 77002                  (713) 989-7610  <a href="mailto:michael.langston@energytransfer.com">michael.langston@energytransfer.com</a></p>	
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**II**

**IDENTITY OF THE APPLICANTS**

The exact legal name of MEP is Midcontinent Express Pipeline LLC and its principal place of business is 1001 Louisiana Street, Suite 1000, Houston, Texas 77002. MEP is a limited liability company organized under the laws of the state of Delaware. MEP is a natural gas pipeline company engaged in the business of transporting natural gas in interstate commerce pursuant to Part 284 of the Commission’s regulations. MEP’s pipeline system originates near the town of Bennington in Bryan County, Oklahoma (“Bennington”) and extends through the states of Texas, Louisiana, Mississippi and into Alabama where it terminates at an interconnection with Transcontinental Gas Pipe Line Company, LLC (“Transco”) at Transco’s Station 85 near the town of Butler in Choctaw County, Alabama. MEP is owned 50% by Kinder

Morgan Operating L.P. “A”, a subsidiary of Kinder Morgan Energy Partners, L. P., and 50% by ETC Midcontinent Express LLC, a subsidiary of Energy Transfer Partners L P.

The exact legal name of Enable Oklahoma is Enable Oklahoma Intrastate Transmission, LLC. Enable Oklahoma is a limited liability company organized under the laws of the State of Delaware with its office and principal place of business at 499 W. Sheridan Avenue, Suite 1500, Oklahoma City, Oklahoma 73102. Enable Oklahoma currently owns and operates natural gas transportation facilities located solely within the State of Oklahoma. Enable Oklahoma’s system consists of approximately 2,200 miles of intrastate transmission pipeline arranged in a web-like configuration. Enable Oklahoma receives natural gas into its system from numerous wells and gathering facilities and from other intrastate and interstate pipelines. Through the Enable Oklahoma system, Enable Oklahoma offers both firm and interruptible transportation and storage services on an intrastate basis. Enable Oklahoma also offers firm and interruptible transportation services in interstate commerce under Section 311(a)(2) of the Natural Gas Policy Act of 1978 (“NGPA”).<sup>4</sup> Enable Oklahoma is a wholly-owned subsidiary of Enable Midstream Partners, LP which conducts related operations, through its subsidiaries, in natural gas transportation, gathering, processing and crude oil transportation.

### III

#### **CAPACITY LEASE AGREEMENT**

MEP holds capacity on Enable Oklahoma’s intrastate pipeline pursuant to a Capacity Lease Agreement (“Capacity Lease Agreement”) dated December 11, 2006, as amended, which was approved by the FERC as part of the Order Issuing Certificates dated July 25, 2008, in which Order the Commission granted MEP its initial certificate of public convenience and necessity to construct and operate its system, and issued a limited-jurisdiction certificate to Enable Oklahoma to enable it to carry out its jurisdictional responsibilities under the lease agreement, while remaining non-jurisdictional with respect to its intrastate activities.<sup>5</sup> Specifically, as pertains to the Capacity Lease Agreement, in Docket No. CP08-6-000, MEP was granted authority under Section 7(c) of the NGA to lease up to 272,000 Dth/day of capacity (the “Lease Quantity”) under the Capacity Lease Agreement, and Enable Oklahoma was granted limited jurisdiction certificate authority under Section 7(c) of the NGA to lease said capacity to MEP in Docket No. CP08-9-000. The Capacity Lease Agreement was designed to allow MEP to receive gas tendered by certain of its shippers at various points in Oklahoma and transport that gas on a firm basis to the interconnection with MEP’s system at Bennington, and thereafter to points of interconnection with other interstate pipelines.

Throughout the primary term of the Capacity Lease Agreement, the Lease Quantity consisted of receipt capacity of: (i) 165,000 Dth/day from Enable Oklahoma’s West Pool in Bryan County, Oklahoma

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<sup>4</sup> 15 U.S.C. § 3371(a)(2).

<sup>5</sup> *Order Issuing Certificates*, 124 FERC ¶ 61,089 (2008).

("West Pool"), (ii) 100,000 Dth/day in the aggregate from the tailgate of the Waynoka and/or Rose Valley gas processing plants near Bennington, Oklahoma in Woods County, Oklahoma ("Waynoka/Rose Valley"), and (iii) 7,000 Dth/day from Enable Oklahoma's East Pool in Bryan County, Oklahoma ("East Pool"), all of which capacity extended to an interconnect at the beginning of MEP's pipeline near Bennington in Bryan County, Oklahoma.<sup>6</sup> These capacity levels were adjusted periodically to reflect updated fuel retention percentages from time to time, as appropriate, in accordance with MEP's consecutive 6-month fuel tracker. The primary term of the Capacity Lease Agreement began on June 1, 2009 and continued for a primary term of ten years, through May 31, 2019, subject to MEP's right to extend and, if desired, reduce the Lease Quantity upon 350 days' prior written notice to Enable Oklahoma.

The Capacity Lease Agreement has been amended numerous times. Amendment Nos. 1, 2, 3, and 4<sup>7</sup> were made primarily to update specific receipt point capacity to reflect original MEP shipper commitments. Amendment No. 5 was made to establish the initial capacity necessary for the receipt and transport of the MEP Fuel Quantity applicable to shippers utilizing the Lease Quantity, and Amendment No. 14 was made primarily to add the interconnect between Enable Oklahoma and the Rose Valley gas processing plant as a receipt point, creating the Waynoka/Rose Valley point.<sup>8</sup> All other amendments were made to update MEP Fuel retention percentages, which have changed from time to time in accordance with MEP's consecutive 6-month fuel tracker, and reflected in each corresponding fuel tracker filing made by MEP.

On May 18, 2018, as required by the terms of the Capacity Lease Agreement, MEP submitted written notice to Enable Oklahoma of its election to reduce the Lease Quantity by 7,000 Dth/day to zero at the East Pool effective June 1, 2019 and to extend the term of the remaining capacity (265,000 Dth/day) associated with the Capacity Lease Agreement for one year through May 31, 2020.

On April 18, 2019 the Applicants filed with the Commission, in CP19-194-000, a Joint Abbreviated Application for Partial Lease Capacity Abandonment Authorization. In the filing the Applicants requested that the Commission authorize the following: (1) MEP's abandonment of 7,000 Dth/day of East Pool leased capacity effective June 1, 2019; (2) for Enable Oklahoma to amend its limited jurisdiction certificate of public convenience and necessity under which Enable Oklahoma was authorized to lease capacity to MEP, to reflect the return of the 7,000 Dth/day of capacity being abandoned by MEP;

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<sup>6</sup> Under the Capacity Lease Agreement, the Lease Quantity also includes capacity necessary for the receipt of applicable Enable Oklahoma system fuel gas, as well as capacity necessary for the receipt and transportation of fuel and lost and unaccounted for gas required to support transportation service on the MEP system downstream of Bennington as nominated by MEP (MEP Fuel).

<sup>7</sup> Amendment Nos. 1, 2 and 3 were included in Exhibit U in MEP's Certificate Application in Docket No. CP08-6-000. Amendment No 4, dated April 4, 2008, was submitted to the Commission on April 23, 2008 in Docket No. CP08-6-000 as a supplement to MEP's Certificate Application.

<sup>8</sup> Amendment No. 14, dated June 13, 2014, was submitted to the Commission on July 3, 2014 in Docket No. CP08-6-000 as an informational filing.

and (3) any necessary Commission approvals to implement the reduction in leased capacity under the lease arrangement between MEP and Enable Oklahoma. In an Order issued May 23, 2019 the Commission approved the abandonment of the 7,000 Dth/day of East Pool Leased Capacity.<sup>9</sup>

On April 3, 2019, pursuant the terms of the Capacity Lease Agreement, MEP submitted written notice to Enable Oklahoma of its election to extend the term of the capacity (265,000 Dth/day) associated with the Capacity Lease Agreement for one year through May 31, 2021. Thereafter, MEP elected to reduce the level of leased capacity held in Enable Oklahoma's West Pool beginning June 1, 2021, and seeks authority to abandon this amount, as more particularly discussed herein.

#### IV

#### **CAPACITY LEASE AGREEMENT REDUCTION AND AMENDMENT OF LIMITED JURISDICTION CERTIFICATE**

The Applicants request that the Commission authorize the abandonment of 52,500 Dth/day of leased capacity at Enable Oklahoma's West Pool ("West Pool Leased Capacity"), to be effective as of June 1, 2021. The remaining capacity in the West Pool (112,500 Dth/day) is sufficient to meet firm contract requirements beginning June 1, 2021. Accordingly, MEP elected to extend the term of the Capacity Lease Agreement for one year, through May 31, 2022, and reduce the Lease Quantity by 52,500 Dth/day of West Pool Leased Capacity effective June 1, 2021. MEP submitted written notice of these elections to Enable Oklahoma as required by the Capacity Lease Agreement ("Lease Extension Notice"), a copy of which is included within Exhibit U to this Application. MEP's election will result in receipt capacity under the Capacity Lease Agreement of (i) 112,500 Dth/day from the West Pool, and (ii) 100,000 Dth/day from Waynoka/Rose Valley. MEP retains the right to further extend the Capacity Lease Agreement beyond the new expiration date.

In addition, Enable Oklahoma requests that the Commission authorize amendment of the limited jurisdiction certificate, effective June 1, 2021, to reduce by 52,500 Dth/day West Pool Leased Capacity. Because MEP is abandoning this capacity, Enable Oklahoma no longer needs to include it in the limited jurisdiction certificate pursuant to which it was leased to MEP. Once the Commission approves this abandonment, Enable Oklahoma will have exclusive control and ownership of this capacity, and this capacity will be used in its day-to-day operations. Enable Oklahoma will make this capacity available to its shippers subject to its Statement of Operating Conditions. Enable Oklahoma will continue to provide transportation services to its customers utilizing the reverted West Pool Leased Capacity, with no change in the nature, scope, or characteristics of the existing services.

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<sup>9</sup> *Order Approving Abandonment and Issuing Certificate*, 167 FERC ¶ 62,126 (2019).

## V

### **PUBLIC CONVENIENCE AND NECESSITY**

As discussed above, the Commission previously approved MEP's proposal to construct its pipeline facilities and enter into the Capacity Lease Agreement with Enable Oklahoma, finding that the proposals satisfy the criteria set out in the Commission's Certificate Policy Statement<sup>10</sup> and are consistent with the public convenience and necessity. Likewise, the proposed reduction of the Lease Quantity and resulting reduction in the monthly lease payment are consistent with the public convenience and necessity.

The requested abandonment is being performed contractually pursuant to the terms of the Capacity Lease Agreement which the Commission approved as part of the certificate authority granted in Docket No. CP08-06, and will result in a reduction of MEP's monthly lease payment to Enable Oklahoma from \$1,252,500 to \$1,016,250, corresponding to the quantity of West Pool Capacity no longer being utilized by MEP's shippers.<sup>11</sup> Returning this capacity to Enable Oklahoma will allow it to be utilized in the intrastate market, rather than remain unused by MEP's shippers.

For these reasons, MEP submits that the requested abandonment authorization and amendment to Enable Oklahoma's limited jurisdiction certificate are required by the public convenience and necessity, and should be granted by the Commission, consistent with NGA Sections 7(b) and 7(c).

## VI

### **ENVIRONMENTAL IMPACT**

This Application is eligible for a categorical exclusion, as provided under 18 C.F.R. § 380.4(a)(1), thus eliminating the need for preparation of either an environmental assessment or an environmental impact statement.<sup>12</sup> No facilities will be physically abandoned, modified, or installed on either MEP's or Enable Oklahoma's system, and there will be no ground disturbance. The abandonment of capacity by MEP and the reacquisition thereof by Enable Oklahoma are purely administrative procedures and do not constitute major Federal actions that could significantly affect the quality of the human environment.

## VII

### **EXHIBITS**

This is an abbreviated application filed pursuant to Section §§ 157.6, 157.7, and 157.18 of the Commission's regulations. Pursuant to these sections, the Applicants have omitted those exhibits and data that are not applicable or are unnecessary to fully disclose the nature and extent of the proposed

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<sup>10</sup> *Certification of New Interstate Natural Gas Pipeline Facilities*, 88 FERC ¶ 61,227 (1999), *order on clarification*, 90 FERC ¶ 61,128 (2000), *order on clarification*, 92 FERC ¶ 61,094 (2000) ("Certificate Policy Statement").

<sup>11</sup> The monthly lease payments described herein are based on a 30-day month, exclusive of fuel.

<sup>12</sup> Pursuant to 18 C.F.R. § 380.4(a)(1), neither an environmental assessment nor an environmental impact statement is necessary if the project involves the "[p]rocedural, ministerial, or internal administrative and management actions, programs, or decisions, including procurement, contracting, personnel actions, corrections or clarifications of filings or orders, and acceptance, rejection and dismissal of filings."



abandonments. The following is a listing of the exhibits and documents filed with this Application, together with a description of those exhibits omitted and the reasons relied upon in support of such omissions, where applicable.

EXHIBIT A                    ARTICLES OF INCORPORATION AND BY-LAWS

For MEP: Copies of MEP’s Articles of Incorporation and By-Laws, Certificate of Formation and Second Amended and Restated Limited Liability Company Agreement (“LLCA”) were filed in Docket No. CP08-6-000 and are incorporated herein by reference. Submitted herewith are amendments to MEP’s LLCA entered into after the date of MEP’s filing in Docket No. CP08-6-000.

For Enable Oklahoma: Copies of Enable Oklahoma’s Articles of Incorporation and Limited Liability Company Agreement were filed in Docket No. CP19-194-000 and are incorporated herein by reference.

EXHIBIT B                    STATE AUTHORIZATION

For MEP: A list of states where MEP is authorized to do business was filed in Docket No. CP08-6-000 and is incorporated herein by reference.

For Enable Oklahoma: Copies of Enable Oklahoma’s state authorizations were filed in Docket No. CP19-194-000 and are incorporated herein by reference.

EXHIBIT C                    COMPANY OFFICIALS

Submitted herewith is a list of MEP’s company officials.

Submitted herewith is a list of Enable Oklahoma’s company officials.

EXHIBIT D                    SUBSIDIARIES AND AFFILIATIONS

Submitted herewith is a description of MEP’s subsidiaries and affiliations.

Submitted herewith is a description of Enable Oklahoma’s subsidiaries and affiliations.

EXHIBIT E                    OTHER PENDING APPLICATIONS AND FILINGS

Omitted. There are no other pending application and filings related to this Application.

- EXHIBIT F                    LOCATION OF FACILITIES  
Submitted herewith is a map showing the applicable portions of MEP's and Enable Oklahoma's systems.
- EXHIBIT F-1                ENVIRONMENTAL REPORT  
Omitted. There is no construction or removal of facilities proposed in the Application.
- EXHIBITS G,  
G-I, and G-II              FLOW DIAGRAMS SHOWING DAILY DESIGN CAPACITY AND REFLECTING OPERATION WITH AND WITHOUT PROPOSED FACILITIES ADDED, FLOW DIAGRAMS REFLECTING MAXIMUM CAPABILITIES, FLOW DIAGRAM DATA  
Omitted. The abandonment of the 52,500 Dth/day West Pool Capacity by MEP and the reacquisition thereof by Enable Oklahoma will not change the overall delivery capability of MEP's or Enable Oklahoma's systems.
- EXHIBIT H                 TOTAL GAS SUPPLY DATA  
Omitted. Not applicable.
- EXHIBIT I                 MARKET DATA  
Omitted. Not applicable
- EXHIBIT J                 FEDERAL AUTHORIZATIONS  
Omitted. There are no federal authorizations required for this Application.
- EXHIBIT K                 COST OF FACILITIES  
Omitted. No costs will be incurred by MEP or Enable Oklahoma as a result of authority being requested in this Application.
- EXHIBIT L                 FINANCING  
Omitted. Not applicable as no construction of facilities is proposed in the Application.

- EXHIBIT M                    CONSTRUCTION, OPERATION AND MANAGEMENT  
Omitted. Not applicable as no construction of facilities is proposed in the Application.
- EXHIBIT N                    REVENUES, EXPENSES AND INCOME  
Omitted. Not applicable as no construction of facilities is proposed in the Application.
- EXHIBIT O                    DEPRECIATION AND DEPLETION  
Omitted. Not applicable as no construction of facilities is proposed in the Application.
- EXHIBIT P                    TARIFF  
Omitted. There are no new Tariff sheets being submitted with this Application.
- EXHIBIT T                    RELATED APPLICATIONS  
The West Pool Lease Quantity proposed to be abandoned by MEP and reacquired by Enable Oklahoma in the Application was certificated in Docket No. CP08-6-000. Enable Oklahoma was granted limited jurisdiction authority to lease this capacity to MEP in Docket No. CP08-9-000.
- EXHIBIT U                    CONTRACTS AND OTHER AGREEMENTS  
Copies of the Capacity Lease Agreement including amendments 1, 2, 3, 4, 5, and 14 thereto<sup>13</sup> and the 5/18/18 Lease Extension Notice were filed in Docket No. CP19-194-000 and are incorporated herein by reference. Copies of the 4/3/19 and the 6/15/20 Lease Extension Notices are submitted herewith.
- EXHIBIT V                    FLOW DIAGRAM SHOWING DAILY DESIGN CAPACITY  
AND REFLECTING OPERATION OF MEP's SYSTEM  
AFTER ABANDONMENT

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<sup>13</sup> The remaining amendments, which were made to update MEP's Fuel retention percentages and reflected in each corresponding 6-month fuel tracker filing made by MEP, are not included with this Application.

Omitted. The Application proposes only to abandon a portion of currently leased capacity and does not involve the abandonment or change in capacity of any natural gas facilities owned by MEP or Enable Oklahoma.

EXHIBIT W

IMPACT ON CUSTOMERS WHOSE SERVICE WILL BE TERMINATED

Omitted. No customer's service will be terminated as a result of the authority requested herein.

EXHIBIT X

EFFECT OF THE ABANDONMENT ON EXISTING TARIFFS

Omitted. MEP is not requesting any changes to its Tariff as part of the requested abandonment authority. The proposed abandonment by MEP of the leased capacity and the return of that capacity to Enable Oklahoma will have no effect on Enable Oklahoma's existing Statement of Operating Conditions. Enable Oklahoma will continue to provide transportation services to its customers utilizing the reverted capacity, with no change in the nature, scope, or characteristics of the existing services. Enable Oklahoma will make this capacity available to its shippers subject to its existing Statement of Operating Conditions.

EXHIBIT Y

ACCOUNTING TREATMENT OF ABANDONMENT

Omitted. MEP and Enable Oklahoma do not propose to permanently abandon any facilities herein.

**VIII**

**FEDERAL REGISTER NOTICE**

A form of notice suitable for publication in the Federal Register is attached.

**IX**

**CONCLUSION**

WHEREFORE, the Applicants respectfully request that the Commission, for the reasons set forth herein, issue an order (1) authorizing MEP to abandon 52,500 Dth/day of West Pool Capacity, (2) authorizing Enable Oklahoma to amend its limited jurisdiction certificate of public convenience and necessity under which Enable Oklahoma was authorized to lease capacity to MEP, to reflect the return of 52,500 Dth/day of West Pool Capacity being abandoned by MEP pursuant to this Application; and (3) granting any necessary approvals to implement the reduction in leased capacity under the Capacity Lease Agreement between MEP and Enable Oklahoma. The Applicants respectfully request the Commission to

issue an order approving the Application, and allow the modification to the Capacity Lease Agreement to be effective as of June 1, 2021, as contemplated in the Notice submitted by MEP to Enable Oklahoma pursuant to Section 3.1(a) of the Capacity Lease Agreement.

In addition, the Applicants request that the Commission grant any waivers as the Commission deems necessary or as may be required to perform the acts contemplated herein. The Applicants also request that this Application be processed in accordance with the shortened procedure as provided in Rule 802 of the Commission's Rules of Practice and Procedure.<sup>14</sup> In that connection, the Applicants respectfully request that the intermediate decision procedure be omitted, and waives oral hearing and opportunity for filing exceptions to the decision of the Commission. In the event this Application is uncontested, the Applicants further request that the Commission grant the requested certificate and abandonment authorization under its delegation authority pursuant to Section 375.307 of the Commission's Regulations.<sup>15</sup>

Respectfully submitted,

MIDCONTINENT EXPRESS PIPELINE LLC

*/s/ T. Brooks Henderson*

T. Brooks Henderson  
Director, Rates and Regulatory

ENABLE OKLAHOMA INTRASTATE  
TRANSMISSION, LLC

*/s/ Jonathan Christian*

Jonathan Christian  
Associate General Counsel

Dated at Birmingham, Alabama  
This 10<sup>th</sup> day of December, 2020

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<sup>14</sup> 18 CFR § 385.802 (2019).

<sup>15</sup> 18 CFR § 375.307 (2019).

Midcontinent Express Pipeline LLC  
Enable Oklahoma Intrastate Transmission, LLC  
Docket No. CP21- -000  
Exhibit A

SECOND AMENDMENT TO THE AMENDED AND RESTATED LIMITED LIABILITY  
COMPANY AGREEMENT OF MIDCONTINENT EXPRESS PIPELINE LLC

SECOND AMENDMENT TO  
THE AMENDED AND RESTATED  
LIMITED LIABILITY COMPANY AGREEMENT  
OF MIDCONTINENT EXPRESS PIPELINE LLC

This Second Amendment to the Amended and Restated Limited Liability Company Agreement of Midcontinent Express Pipeline LLC ("Amendment") is made and entered into effective as of February 14, 2020 by and between Kinder Morgan Operating L.P. "A" ("KMOLPA") and ETC Midcontinent Express Pipeline, L.L.C. ("ETC").

WHEREAS, KMOLPA and ETC (the "Parties"), being all of the members of Midcontinent Express Pipeline LLC ("MEP" or the "Company"), are parties to that certain Amended and Restated Limited Liability Company Agreement of MEP dated March 1, 2007, as previously amended ("LLC Agreement"); and

WHEREAS, the Parties desire to amend the LLC Agreement to revise the deadline for delivering audited financial statements.

NOW, THEREFORE, in consideration of the mutual covenants and agreements contained herein, and intending to be legally bound, the Parties agree as follows:

1. Section 9.2(a) of the LLC Agreement is hereby amended by deleting the introductory clause thereof, which reads "Within 60 days after the end of such calendar year" and replacing it with the following introductory clause: "Within 90 days after the end of such calendar year".
2. Except as herein amended, the terms and provisions of the LLC Agreement remain in full force and effect.

IN WITNESS WHEREOF, the Parties have caused this Amendment to be executed by their duly authorized representatives as of the date first written above.


Kinder Morgan Operating L.P. "A"  
By: Kinder Morgan G.P., Inc., its general partner

By:  \*F

Name: Kimberly Watson

Title: Vice President

ETC Midcontinent Express Pipeline, L.L.C.

By:  w

Name: Beth Hickey

Title: Senior Vice President – Commercial Operations

**SPECIAL CONSENT APPROVING  
SECOND AMENDMENT TO  
THE AMENDED AND RESTATED  
LIMITED LIABILITY COMPANY AGREEMENT  
OF MIDCONTINENT EXPRESS PIPELINE LLC**

The undersigned, being all of the Board Members of Midcontinent Express Pipeline LLC, a Delaware limited liability company ("MEP" or the "Company"), in accordance with the Amended and Restated Limited Liability Company Agreement of the Company, dated as of March 1, 2007, as amended, upon execution hereof or a counterpart hereof, do hereby consent to and adopt the foregoing Second Amendment to the Amended and Restated Limited Liability Company Agreement of the Company, effective as of the date set forth therein.

Kinder Morgan Operating L.P. "A"  
By: Kinder Morgan G.P., Inc., its general  
partner

By:  <sup>KF</sup>  
Kimberly Watson

ETC Midcontinent Express Pipeline, L.L.C.

By:  <sup>lh</sup>  
Beth Hickey



Midcontinent Express Pipeline LLC  
Enable Oklahoma Intrastate Transmission, LLC  
Docket No. CP21- -000  
Exhibit C

COMPANY OFFICIALS

MIDCONTINENT EXPRESS PIPELINE LLC  
NAMES AND ADDRESSES OF DIRECTORS AND OFFICERS

DIRECTORS

Kim Watson - Director Kinder Morgan, Inc. 1001 Louisiana Street, Suite 1000 Suite 1000 Houston, TX 77002	Beth Hickey – Director Energy Transfer Partners 1300 Main Street Houston, TX 77002
Carl Haga – Alternate Director Kinder Morgan, Inc. 569 Brookwood Village, Suite 749 Birmingham, AL 35209	Steven Hearn - Alternate Director Energy Transfer Partners 1300 Main Street Houston, TX 77002

OFFICERS

Watson, Kim	President
Ferazzi, Karen	Secretary
Ashley, Anthony	Treasurer
Wojtalewicz, Matt	Controller
Mintz, Jordan	Chief Tax Officer
Piczak, Todd	Chief Compliance Officer
Haga, Carl	Vice President
Mintz, Jordan	Vice President
Wojtalewicz, Matt	Vice President
William Morgan	Vice President
Grubb, Ken	Vice President
Cone, Debbie	Vice President
Nowak, Gene	Vice President
Palmer, Milton	Vice President
Torres, Jorge	Vice President
Ashley, Anthony	Vice President
Gredvig, Daniel	Vice President
Perkins, Rob	Vice President
Michels, David	Vice President

ENABLE OKLAHOMA INTRASTATE TRANSMISSION, LLC  
NAMES AND ADDRESSES OF DIRECTORS AND OFFICERS

Enable Oklahoma Intrastate Transmission, LLC

State of Formation: Delaware

Member: Enable Midstream Partners, LP

Officers:

Rodney J. Sailor – President and Chief Executive Officer

John P. Laws – Executive Vice President, Chief Financial Officer and Treasurer

Mark C. Schroeder – Executive Vice President and General Counsel

Frank Antoine Jr – Senior Vice President – Field Operations

Tom Levescy – Chief Accounting Officer

Steven Tramonte – Vice President – Commercial Transportation and Storage

J. Brent Hagy – Vice President and Secretary

Will McCandless – Vice President – Systems Operations

Michael Walker – Vice President – Commercial Gathering and Processing

Cary Watson – Vice President – Safety, Environmental and Technical Programs

Midcontinent Express Pipeline LLC  
Enable Oklahoma Intrastate Transmission, LLC  
Docket No. CP21- -000  
Exhibit D

## SUBSIDIARIES AND AFFILIATES

## Midcontinent Express Pipeline LLC

MEP is a limited liability company organized and existing under the Delaware Limited Liability Act. MEP is owned 50% by Kinder Morgan Operating L.P. "A", a subsidiary of Kinder Morgan Energy Partners, L. P., and 50% by ETC Midcontinent Express LLC, a subsidiary of Energy Transfer LP. MEP does not, directly or indirectly, own or control any interest in any other person or organized group of persons engaged in production, transportation, distribution, or sale of natural gas, or in any person or organized group of persons engaged in the construction or financing of such enterprises or operations.

Kinder Morgan Energy Partners, L.P. ("KMEP") is the 98.9899% limited partner of Kinder Morgan Operating L.P. "A" and Kinder Morgan G.P., Inc. ("KMGP"), KMEP's general partner, is the 1.0101% general partner of Kinder Morgan Operating LP "A". KMGP owns a 1% general partner interest in KMEP and the limited partner interests of KMEP are owned by KMGP (0.42%) and by Kinder Morgan, Inc. ("KMI"), a Delaware corporation, (98.58%). KMI also owns 100% of the common stock of KMGP. Richard D. Kinder owns 11.06% of KMI, and the remaining interests in KMI are owned by individuals and entities, none of whom own more than a 10% interest.

Energy Transfer Interstate Holdings, LLC ("ETIH") owns 100% of the equity interests in ETC-MEP. Energy Transfer Operating, LP ("ETO") owns 100% of the equity interests in ETIH, and Energy Transfer LP owns 100% of the equity interests in ETO.

## Enable Oklahoma Intrastate Transmission, LLC

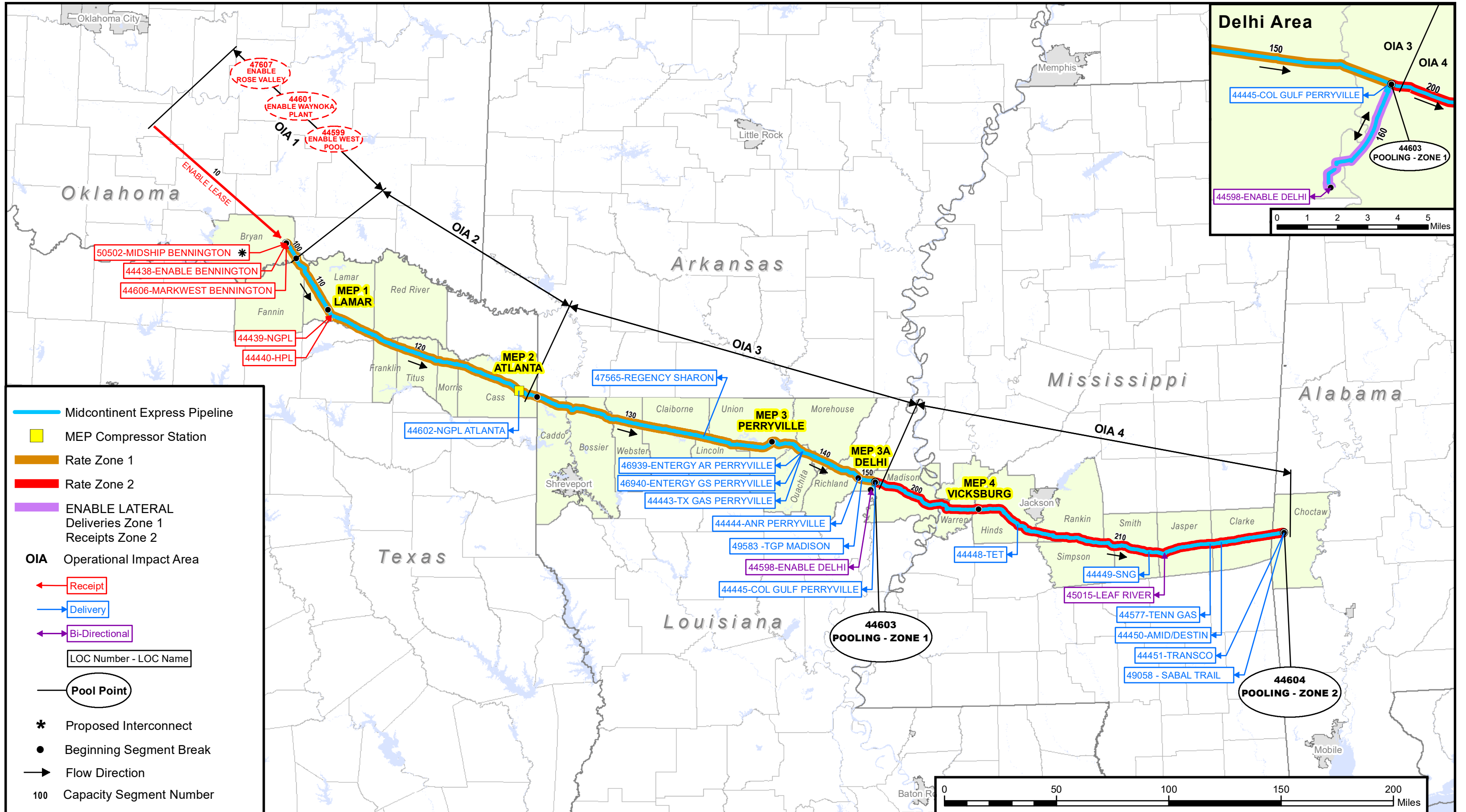
Enable Oklahoma Intrastate Transmission, LLC (“EOIT”) is a wholly-owned subsidiary of Enable Midstream Partners, LP (“Enable”). Enable is a publicly traded master limited partnership. Enable’s general partner, Enable GP, LLC, is owned by CenterPoint Energy, Inc. (“CenterPoint”) and OGE Energy, Inc. (“OGE”). As of September 30, 2020, CenterPoint Energy owned approximately 54 percent of Enable’s common units and 100 percent of Enable’s Series A Preferred Units, and OGE Energy owned approximately 26 percent of Enable’s common units. In addition, as of September 30, 2020, CenterPoint owned a 50 percent management interest and a 40 percent economic interest in Enable GP, LLC, and OGE Energy owned a 50 percent management interest and a 60 percent economic interest in Enable GP, LLC. CenterPoint is a public utility holding company whose operating subsidiaries own and operate electric transmission and distribution facilities, own and operate natural gas distribution facilities, and supply natural gas to commercial, industrial and utility customers. OGE is an energy services provider offering physical delivery and related services for electricity. EOIT has three direct, wholly-owned subsidiaries (Enable Muskogee Intrastate Transmission, LLC, Enable Gathering & Processing, LLC and Enable Energy Resources, LLC). EOIT also has three indirect, wholly owned subsidiaries (Enable Gas Gathering, LLC, Enable Products, LLC, and Enable Atoka, LLC) and one indirect partially-owned (50%) subsidiary (Atoka Midstream, LLC).

Midcontinent Express Pipeline LLC  
Enable Oklahoma Intrastate Transmission, LLC  
Docket No. CP21- -000  
Exhibit F

## LOCATION OF FACILITIES

# MIDCONTINENT EXPRESS PIPELINE LLC

Operated by: **KINDER MORGAN**





Midcontinent Express Pipeline LLC  
Enable Oklahoma Intrastate Transmission, LLC  
Docket No. CP21- -000  
Exhibit U

CONTRACTS AND OTHER AGREEMENTS

# MIDCONTINENT EXPRESS PIPELINE LLC

April 3, 2019

Enable Oklahoma Intrastate Transmission, LLC  
Post Office Box 1700  
Houston, TX 77210-1700

Attention: Contract Administration  
[COAD\\_PipelineContractAdministration@EnableMidstream.com](mailto:COAD_PipelineContractAdministration@EnableMidstream.com)

Re: Notice to Extend Capacity Lease Agreement

Ladies and Gentlemen:

Pursuant to Section 3.1(a) of the Capacity Lease Agreement dated December 11, 2006, as amended, between Enable Oklahoma Intrastate Transmission, LLC ("Enable") and Midcontinent Express Pipeline Company LLC ("MEP") (the "Lease"), MEP hereby elects to extend the term of the Lease for one year, through May 31, 2021, with the following Lease Quantity, increased periodically for fuel as set forth in Section 1.1(a) of the Lease and as reflected on Exhibit B to the Lease from time to time:

<u>Points of Receipt:</u>	<u>Receipt Quantity (Dth/day)</u>
Waynoka/Rose Valley	100,000
West Pool	165,000
<u>Point of Delivery</u>	<u>Delivery Quantity (Dth/day)</u>
Bennington, OK	265,000

Nothing herein affects MEP's rights to elect further term extensions and/or Lease Quantity reductions in accordance with Sections 3.1(a) and 3.2 of the Lease. Please call me at 205-325-7544 if you have any questions.

Sincerely,



Carl Haga  
Vice President

Cc: Enable Oklahoma Intrastate Transmission, LLC  
Attn: General Counsel  
P. O. Box 1700  
Houston, TX 77210-1700

Mr. Celso Alonso  
Sr Director, Commercial Transportation & Storage  
1111 Louisiana Street  
Houston, TX 77002

Ms. Kathy Kennedy  
Sr. Manager - Transportation & Storage  
1111 Louisiana Street  
Houston, TX 77002

# MIDCONTINENT EXPRESS PIPELINE LLC

June 15, 2020

Enable Oklahoma Intrastate Transmission, LLC  
Post Office Box 1700  
Houston, TX 77210-1700

Attention: Contract Administration  
[COAD PipelineContractAdministration@EnableMidstream.com](mailto:COAD PipelineContractAdministration@EnableMidstream.com)

Re: Notice to Extend Capacity Lease Agreement

Ladies and Gentlemen:

Pursuant to Section 3.1(a) of the Capacity Lease Agreement dated December 11, 2006, as amended, between Enable Oklahoma Intrastate Transmission, LLC ("Enable") and Midcontinent Express Pipeline Company LLC ("MEP") (the "Lease"), MEP hereby elects to extend the term of the Lease for one year, through May 31, 2022, with the following Lease Quantity, increased periodically for fuel as set forth in Section 1.1(a) of the Lease and as reflected on Exhibit B to the Lease from time to time:

<u>Points of Receipt:</u>	<u>Receipt Quantity (Dth/day)</u>
Waynoka/Rose Valley	100,000
West Pool	112,500

<u>Point of Delivery</u>	<u>Delivery Quantity (Dth/day)</u>
Bennington, OK	212,500

Nothing herein affects MEP's rights to elect further term extensions and/or Lease Quantity reductions in accordance with Sections 3.1(a) and 3.2 of the Lease. Please call me at 205-325-7544 if you have any questions.

Sincerely,

Carl Haga  
Vice President

Cc: Enable Oklahoma Intrastate Transmission, LLC  
Attn: General Counsel  
P.O. Box 1700  
Houston, TX 77210-1700

Mr. Celso Alonso  
Sr. Director, Commercial Transportation & Storage  
1111 Louisiana Street  
Houston, TX 77002

Ms. Kathy Kennedy  
Sr. Manager - Transportation & Storage  
1111 Louisiana Street  
Houston, TX 77002

**UNITED STATES OF AMERICA  
BEFORE THE  
FEDERAL ENERGY REGULATORY COMMISSION**

Midcontinent Express Pipeline LLC     )                   Docket No. CP21-\_\_\_-000  
Enable Oklahoma Intrastate            )  
Transmission, LLC

**NOTICE OF  
JOINT ABBREVIATED APPLICATION OF MIDCONTINENT EXPRESS PIPEINE LLC  
AND ENABLE OKLAHOMA INTRASTATE TRANSMISSION, LLC  
FOR PARTIAL LEASE CAPACITY ABANDONMENT AUTHORIZATION**

Take notice that on December 10, 2020, Midcontinent Express Pipeline LLC (“MEP”) and Enable Oklahoma Intrastate Transmission, LLC, formerly known as Enogex Inc. (“Enable Oklahoma”) filed in the above-captioned docket a joint application under Sections 7 (b) and 7(c) of the Natural Gas Act, and pursuant to Part 157 of the Federal Energy Regulatory Commission’s (“Commission”) regulations, requesting the following: (1) authorization for MEP to abandon 52,500 dekatherms per day (“Dth/day”) of currently leased transportation capacity held on Enable Oklahoma's intrastate pipeline system; (2) authorization for Enable Oklahoma to amend its limited jurisdiction certificate of public convenience and necessity under which Enable Oklahoma was authorized to lease capacity to MEP, to reflect the return of the 52,500 Dth/day of capacity being abandoned by MEP; and (3) any necessary Commission approvals to implement the reduction in leased capacity under the lease arrangement between MEP and Enable Oklahoma, as more fully described in the joint application, to be effective June 1, 2021. This filing is accessible on-line at <http://www.ferc.gov>, using the “eLibrary” link and is available for review in the Commission’s Public Reference Room in Washington, D.C.

All questions regarding the Petition should be directed to Brooks Henderson, Director, Rates & Regulatory Affairs, Kinder Morgan, Inc., for the Operator of MEP, 569 Brookwood Village, Suite 749, Birmingham, Alabama 35209, phone (205) 325-3843 or e-mail [brooks\\_henderson@kindermorgan.com](mailto:brooks_henderson@kindermorgan.com).

Any person desiring to intervene or to protest this filing must file in accordance with Rules 211 and 214 of the Commission’s Rules of Practice and Procedure (18 CFR 385.211 and 385.214). Protests will be considered by the Commission in determining the appropriate action to be taken, but will not serve to make protestants parties to the proceeding. Any person wishing to become a party must file a notice of intervention or motion to intervene, as appropriate. Such notices, motions, or protests must be filed on or before the comment date. Anyone filing a motion to intervene or protest must serve a copy of that document on the Applicant. On or before the comment date, it is not necessary to serve motions to intervene or protests on persons other than the Applicant.

The Commission encourages electronic submission of protests and interventions in lieu of paper using the “eFiling” link at <http://www.ferc.gov>. Persons unable to file electronically should

submit an original and 7 copies of the protest or intervention to the Federal Energy Regulatory Commission, 888 First Street, N.E., Washington, D.C. 20426.

This filing is accessible on-line at <http://www.ferc.gov>, using the “eLibrary” link and is available for review in the Commission’s Public Reference Room in Washington, D.C. There is an “eSubscription” link on the web site that enables subscribers to receive email notification when a document is added to a subscribed docket(s). For assistance with any FERC Online service, please email [FERCOnlineSupport@ferc.gov](mailto:FERCOnlineSupport@ferc.gov), or call (866) 208-3676 (toll free), or TTY, (202) 502-8659.

Comment Date: 5:00 pm Eastern Time on (insert date).

Kimberly D. Bose  
Secretary