



January 31, 2018

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

Re: Tennessee Gas Pipeline Company, L.L.C.
Clean-Up Filing
Docket No. RP18-____-000

Dear Ms. Bose:

Pursuant to Section 4 of the Natural Gas Act (“NGA”) and Part 154 of the regulations of the Federal Energy Regulatory Commission (“**Commission**”), 18 C.F.R. Part 154, Tennessee Gas Pipeline Company, L.L.C. (“**Tennessee**”) hereby tenders for filing and acceptance revised tariff records to its FERC Gas Tariff (“**Tariff**”), Sixth Revised Volume No. 1 (“**Volume No. 1**”) and First Revised Volume No. 2 (“**Volume No. 2**”), which Tariff records are listed in Appendix A. Tennessee respectfully requests that these Tariff records be placed into effect on November 1, 2017, November 3, 2017 and December 1, 2017, as indicated in Appendix A attached hereto.

Statement of Nature, Reasons, and Basis for the Filing

Background

In the latter part of 2017, Tennessee made several filings to place into effect Tariff records associated with the three projects described below. At the time of those filings, Tennessee anticipated placing the various project facilities in-service by November 1, 2017. However, the in-service date of two of these projects got delayed, thus creating the need for Tennessee to clean-up certain of its Tariff records to properly reflect the correct timing of the in-service dates of these projects.

1. Orion Project, Docket Nos. CP16-4-000, RP17-1088-000 and RP17-1089-000. On September 27, 2017, Tennessee filed Tariff records in Docket No. RP17-1088-000 to implement three negotiated rate and non-conforming agreements with Cabot Oil & Gas Corporation, South Jersey Resources Group LLC and South Jersey Gas Company for interim service on the Orion Project facilities. Also, on September 27, 2017, Tennessee filed a Tariff record in Docket No. RP17-1089-000 in compliance with the Commission order in Docket No. CP16-4-000 to implement the incremental recourse rates applicable to shippers using the Orion Project capacity. Tennessee requested a November 1, 2017 effective date

for these Tariff records since it anticipated placing the project facilities in-service by such date. However, Tennessee placed the project facilities in-service on December 1, 2017.¹ The Tariff records and related agreements were approved by the Commission by letter orders dated October 27, 2017 effective on the later of November 1, 2017, or the date on which the facilities are placed in service. As discussed above, the project facilities were placed in-service on December 1, 2017, one month later than anticipated and as a result, the Tariff records and the interim agreements became effective on December 1, 2017.

2. Triad Expansion Project, Docket Nos. CP15-520-000 and RP17-1099-000. On September 28, 2017, Tennessee filed a Tariff record in Docket No. RP17-1099-000 in compliance with the Commission order in Docket No. CP15-520-000 to implement the incremental recourse rates applicable to shippers using the Triad Project capacity. Tennessee requested a November 1, 2017 effective date for this Tariff record since it anticipated placing the project facilities in-service by such date. However, Tennessee placed the project facilities in-service on November 3, 2017.² The Tariff record was approved by the Commission by letter order dated October 19, 2017 effective on the later of November 1, 2017, or the date on which the facilities are placed in service. As discussed above, the project facilities were placed in-service on November 3, 2017, a few days later than anticipated and as a result, the Tariff record became effective on November 3, 2017.
3. Connecticut Expansion Project, Docket Nos. CP14-529-000, RP17-1131-000, RP17-1120-000 and RP18-108-000. On September 29, 2017, Tennessee filed Tariff records in Docket No. RP17-1120 to implement three negotiated rate and non-conforming agreements with Southern Connecticut Gas Company, Connecticut Natural Gas Company and Yankee Gas Services Company for service on the Connecticut Expansion Project facilities.³ Also, on September 29, 2017, Tennessee filed a Tariff record in Docket No. RP17-1131-000 in compliance with the Commission order in Docket No. CP14-529-000 to implement the incremental recourse rates applicable to shippers using the Connecticut Expansion Project capacity. Tennessee requested a November 1, 2017 effective date for these Tariff records since it anticipated placing the project facilities in-service by such date. Tennessee did place the project facilities, excluding the Connecticut Loop, in-service on November 1, 2017 and placed the Connecticut Loop in service on November 10, 2017.⁴ The Tariff records and related agreements were approved by the Commission by letter orders dated

¹ On December 6, 2017, Tennessee notified the Commission that the Orion Project facilities were placed in service on December 1, 2017.

² On November 13, 2017, Tennessee notified the Commission that the Triad Expansion Project facilities were placed in service on November 3, 2017.

³ On October 31, 2017, Tennessee filed in Docket No. RP18-118-000, additional Tariff records to supplement Tennessee's September 29, 2017 negotiated and non-conforming agreement filing in Docket No. RP17-1120-000.

⁴ On November 13, 2017, Tennessee notified the Commission that the Connecticut Expansion Project facilities, excluding the Connecticut Loop, were placed in service on November 1, 2017, and that the Connecticut Loop was placed in service on November 10, 2017.

October 27, 2017⁵ effective on the later of November 1, 2017, or the date on which the facilities are placed in service. As discussed above, the project facilities were placed in-service on November 1, 2017, and as a result, the Tariff records and the agreements became effective on November 1, 2017.⁶

Instant Filing

The purpose of the instant filing is to revise certain Tariff records to properly reflect the correct timing of the in-service dates of the three projects described above. The Tariff revisions proposed by Tennessee in the instant filing are described below:

1. Sheet No. 19A, Volume No. 1. Tennessee proposes to supersede Tenth Revised Sheet No. 19A, Version 10.0.0⁷ with First Revised Eleventh Revised Sheet No. 19A, Version 11.0.1 to be effective November 1, 2017. This revised Tariff record removes the rates applicable to the Triad Expansion Project and the Orion Project, as these projects were placed in service at a later date as described above. Tennessee also proposes to supersede First Revised Eleventh Revised Sheet No. 19A, Version 11.0.1 with First Revised Ninth Revised Sheet No. 19A, Version 9.0.1, to be effective November 3, 2017. This revised Tariff record incorporates the rates applicable to the Triad Expansion Project, which was placed in-service on November 3, 2017. Finally, Tennessee proposes to supersede First Revised Ninth Revised Sheet No. 19A, Version 9.0.1 with First Revised Eighth Revised Sheet No. 19A, Version 8.0.1, to be effective December 1, 2017. This revised Tariff record incorporates the rates applicable to the Orion Project, which was placed in-service on December 1, 2017.⁸

⁵ The additional Tariff records filed in Docket No. RP18-118-000, which supplemented Tennessee's September 29, 2017 negotiated and non-conforming agreement filing in Docket No. RP 17-1120-000, were approved by Letter Order dated November 28, 2017.

⁶ Since the Connecticut Expansion Project facilities, excluding the Connecticut Loop, were placed in service on November 1, 2017, the Tariff records needed to implement service on the project also went into effect on November 1, 2017.

⁷ Tenth Revised Sheet No. 19A, Version 10.0.0, was filed as part of Tennessee's tariff filing in Docket Nos. RP17-1131-000 and CP14-529-000, to implement the incremental recourse rates for the Connecticut Expansion Project effective on November 1, 2017, the anticipated in service date of the Connecticut Expansion Project facilities. This Tariff record also included the incremental rates and applicable surcharges applicable for service on the Triad Expansion Project and the Orion Project facilities on the expectation that these projects would be placed in-service by November 1, 2017. However, this Tariff record did not incorporate the revised surcharges that became effective on November 1, 2017 pursuant to Tennessee's Pipeline Safety and Greenhouse Cost Adjustment Mechanism filing in Docket No. RP17-1118-000 ("PS-GHG Tracker Filing"). Given Tennessee's expectation that all these three projects would be placed in service on November 1, 2017, Tennessee filed Eleventh Revised Sheet No. 19A, Version 11.0.0 as part of its PS-GHG Tracker Filing reflecting the revised surcharges for all of the projects mentioned above, with the intent that this Tariff record would supersede the Tariff records (Sheet 19A) filed to implement the incremental recourse rates for each of the projects expected to go into service on November 1, 2017.

⁸ As a result of the instant filing, Eight Revised Sheet No. 19A, Version 8.0.0, approved by the Commission as part of the Orion Project recourse rate filing in Docket No. RP17-1089-000 to be effective on December 1, 2017, will be replaced by First Revised Eighth Revised Sheet No. 19A, Version 8.0.1.

2. Section 1, Table of Contents, Volume No. 2. Tennessee proposes to supersede Section 1, Table of Contents, Version 45.1.0⁹, included in Volume No. 2 of its Tariff, with Section 1, Table of Contents, Version 48.0.1 to be effective November 1, 2017. This revised Table of Contents includes Sections 4.24, 4.25 and 4.26 listing the negotiated and non-conforming agreements associated with the Connecticut Expansion Project. As discussed above, these long-term agreements became effective on November 1, 2017, the in-service date of the Connecticut Expansion Project facilities. Tennessee also proposes to supersede Section 1, Table of Contents, Version 48.0.1 with Section 1, Table of Contents, Version 46.0.1, to be effective December 1, 2017. This revised Table of Contents includes Sections 4.27, 4.28 and 4.29 listing the interim negotiated and non-conforming agreements associated with the Orion Project. As discussed above, these interim agreements became effective on December 1, 2017, the in-service date of the Orion Project facilities.¹⁰

The proposed changes described herein will not impact any rates and charges applicable to the Orion Project, Triad Expansion Project and Connecticut Expansion Project shippers and are merely intended to reflect the correct timing of the in-service dates of the three projects described above.

Materials Enclosed

In accordance with the applicable provisions of Part 154 of the Commission's regulations, Tennessee provides an eTariff .xml filing package containing:

- (1) A transmittal letter in PDF format with Appendix A attached;
- (2) Tariff records in RTF format with metadata attached;
- (3) A clean and marked version of the Tariff records in PDF format for posting on eLibrary;
- (4) A copy of the entire filing in PDF format for posting on eLibrary.

Service and Correspondence

The undersigned certifies that a copy of this filing has been served electronically pursuant to 18 C.F.R. § 154.208 on Tennessee's customers and affected state regulatory commissions. A paper copy of this filing may only be served if a customer has been granted waiver of electronic service pursuant to 18 C.F.R. Part 390 of the Commission's regulations. In addition, an

⁹ The Table of Contents, Version 45.1.0, was filed as part of Tennessee's negotiated and non-conforming agreement tariff filing in Docket Nos. RP17-955-001 and CP15-1489-000 for the Susquehanna West Project. In this filing, Tennessee submitted Tariff records for the interim agreements to be effective on September 1, 2017, the anticipated in-service date of the Susquehanna West Project facilities with a term ending on October 31, 2017, as well as revised Tariff records related to the long term agreements, which replaced the interim agreements, effective on November 1, 2017. The Table of Contents, Version 45.1.0 was part of the revised Tariff records with a proposed effective date of November 1, 2017. The Commission accepted this Tariff record by Letter Order issued on August 24, 2017 effective on November 1, 2017.

¹⁰ As a result of the instant filing, Section 1, Table of Contents, Version 46.0.0, approved by the Commission as part of the Orion Project interim non-conforming and negotiated rate agreement filing in Docket No. RP17-1088-000 to be effective on December 1, 2017, will be replaced by Section 1, Table of Contents, Version 46.0.1.

electronic copy of this filing is available for public inspection during regular business hours in Tennessee's office at 1001 Louisiana Street, Suite 1000, Houston, Texas 77002.

Pursuant to 18 C.F.R. § 385.2005 and § 385.2011(c)(5) of the Commission's regulations, the undersigned has read this filing and knows its contents, and the contents are true as stated, to the best knowledge and belief of the undersigned.

The names, titles, and mailing addresses of the persons to whom correspondence and communications concerning this filing should be directed are as follows:

* C. Todd Piczak
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* Carlos Oblitas
Director, Rates and Regulatory Affairs
Tennessee Gas Pipeline Company, L.L.C.
1001 Louisiana Street, Suite 1000
Houston, TX 77002
Telephone: (713) 420-5771
carlos_oblitas@kindermorgan.com

* Persons designated for service in accordance with Rule 2010 of the Commission's Rules of Practice and Procedure, 18 C.F.R. § 385.2010. Additionally, service via email is requested in lieu of paper copies.

Effective Date and Waiver

Tennessee respectfully requests all waivers that may be necessary, including waiver of the 30-day notice period pursuant to Section 154.207 of the Commission's regulations, for the Commission to accept the Tariff records filed herein to become effective on November 1, 2017, November 3, 2017 and December 1, 2017, as indicated in Appendix A attached hereto.

Pursuant to Section 154.7(a)(9) of the Commission's regulations, Tennessee hereby moves to place the revised Tariff records listed on Appendix A into effect on the requested effective dates. If the Commission conditions the acceptance of this filing in any way, Tennessee reserves the right to withdraw the proposed Tariff records or to file a later motion to place such Tariff records into effect at a later date.

Any questions regarding this filing may be directed to the undersigned at (713) 420-5771

Respectfully submitted,

TENNESSEE GAS PIPELINE COMPANY, L.L.C.

By: /s/ Carlos Oblitas
Carlos J. Oblitas
Director, Rates and Regulatory Affairs

Enclosures

APPENDIX A

Tennessee Gas Pipeline FERC Gas Tariff
Sixth Revised Volume No. 1
Tariff Sheets/Records

Proposed Effective Date November 1, 2017

Section Title			
Narrative Name	Record Contents Description	Tariff Record Title	Version
First Revised Eleventh Revised Sheet No. 19A	Sheet No. 19A		11.0.1

Proposed Effective Date November 3, 2017

Narrative Name	Record Contents Description	Tariff Record Title	Version
First Revised Ninth Revised Sheet No. 19A	Sheet No. 19A		9.0.1

Proposed Effective Date December 1, 2017

Narrative Name	Record Contents Description	Tariff Record Title	Version
First Revised Eighth Revised Sheet No. 19A	Sheet No. 19A		8.0.1

Tennessee Gas Pipeline FERC Gas Tariff
First Revised Volume No. 2
Tariff Sections

Proposed Effective Date November 1, 2017

Description	Title	Version
1. Table of Contents	Table of Contents	48.0.1

Proposed Effective Date December 1, 2017

Description	Title	Version
1. Table of Contents	Table of Contents	46.0.1

CLEAN TARIFF SHEETS / RECORDS

FIRM TRANSPORTATION RATES
 RATE SCHEDULE FT-A

Recourse Rates Applicable to Shippers Utilizing Capacity
 Pursuant to Incremental Capacity Expansions

	Base Tariff Rate	Total Rate
CP11-161-000 Northeast Upgrade Project		
Reservation Charge:		
Maximum	\$9.0307	\$9.0523 1/, 4/
Minimum	\$0.0000	\$0.0000
Commodity Charge:		
Maximum	\$0.0000	\$0.0009 2/, 3/, 4/
Minimum	\$0.0000	\$0.0000 2/, 3/
CP14-88-000 Niagara Expansion Project		
Reservation Charge:		
Maximum	\$9.9615	\$9.9831 1/, 4/
Minimum	\$0.0000	\$0.0000
Commodity Charge:		
Maximum	\$0.0000	\$0.0009 2/, 3/, 4/, 5/
Minimum	\$0.0000	\$0.0000 2/, 3/, 5/
CP14-529-000 Connecticut Expansion Project		
Reservation Charge:		
Maximum	\$19.3689	\$19.3905 1/, 4/
Minimum	\$0.0000	\$0.0000
Commodity Charge:		
Maximum	\$0.0787	\$0.0796 2/, 3/, 4/
Minimum	\$0.0066	\$0.0066 2/, 3/
CP15-148-000 Susquehanna West Project		
Reservation Charge:		
Maximum	\$17.1194	\$17.1410 1/, 4/
Minimum	\$0.0000	\$0.0000
Commodity Charge:		
Maximum	\$0.0454	\$0.0463 2/, 3/, 4
Minimum	\$0.0028	\$0.0028 2/, 3/

Notes:

- 1/ Includes a per Dth charge for the PCB Surcharge Adjustment per Article XXXII of the General Terms and Conditions of \$0.0000.
- 2/ Rates stated above exclude the ACA Surcharge as revised annually and posted on the FERC website at <http://www.ferc.gov> on the Annual Charges page of the Natural Gas section. The ACA Surcharge is incorporated by reference into Transporter's Tariff and shall apply to all transportation under this Rate Schedule as provided in Article XXIV of the General Terms and Conditions.
- 3/ The applicable F&LR's and EPCR's, determined pursuant to Article XXXVII of the General Terms and Conditions, are listed on Sheet No. 32.
- 4/ Includes a per Dth charge for the PS/GHG Surcharge Adjustment per Article XXXVIII of the General Terms and Conditions of \$0.0216 Reservation, \$0.0009 Commodity.
- 5/ Applicable fuel and lost and unaccounted for charges pursuant to the National Fuel Lease.

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Commodity Charge:		
Maximum	\$0.0454	\$0.0463 2/, 3/, 4/
Minimum	\$0.0028	\$0.0028 2/, 3/
CP15-520-000 Triad Expansion Project		
Reservation Charge:		
Maximum	\$7.5292	\$7.5508 1/, 4/
Minimum	\$0.0000	\$0.0000
Commodity Charge:		
Maximum	\$0.0454	\$0.0463 2/, 3/, 4/
Minimum	\$0.0028	\$0.0028 2/, 3/

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Maximum	\$7.5292	\$7.5508 1/, 4/
Minimum	\$0.0000	\$0.0000
Commodity Charge:		
Maximum	\$0.0454	\$0.0463 2/, 3/, 4/
Minimum	\$0.0028	\$0.0028 2/, 3/
CP16-4-000 Orion Project		
Reservation Charge:		
Maximum	\$16.5208	\$16.5424 1/, 4/
Minimum	\$0.0000	\$0.0000
Commodity Charge:		
Maximum	\$0.0454	\$0.0463 2/, 3/, 4/
Minimum	\$0.0028	\$0.0028 2/, 3/

Notes:

- 1/ Includes a per Dth charge for the PCB Surcharge Adjustment per Article XXXII of the General Terms and Conditions of \$0.0000.
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- 5/ Applicable fuel and lost and unaccounted for charges pursuant to the National Fuel Lease.

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MARKED TARIFF SHEETS / RECORDS

FIRM TRANSPORTATION RATES
 RATE SCHEDULE FT-A

Recourse Rates Applicable to Shippers Utilizing Capacity
 Pursuant to Incremental Capacity Expansions

	Base Tariff Rate	Total Rate
CP11-161-000 Northeast Upgrade Project		
Reservation Charge:		
Maximum	\$9.0307	\$9.0523 \$9.0517 1/, 4/
Minimum	\$0.0000	\$0.0000
Commodity Charge:		
Maximum	\$0.0000	\$0.0009 2/, 3/, 4/
Minimum	\$0.0000	\$0.0000 2/, 3/
CP14-88-000 Niagara Expansion Project		
Reservation Charge:		
Maximum	\$9.9615	\$9.9831 \$9.9825 1/, 4/
Minimum	\$0.0000	\$0.0000
Commodity Charge:		
Maximum	\$0.0000	\$0.0009 2/, 3/, 4/, 5/
Minimum	\$0.0000	\$0.0000 2/, 3/, 5/
CP14-529-000 Connecticut Expansion Project		
Reservation Charge:		
Maximum	\$19.3689	\$19.3905 \$19.3899 1/, 4/
Minimum	\$0.0000	\$0.0000
Commodity Charge:		
Maximum	\$0.0787	\$0.0796 2/, 3/, 4/
Minimum	\$0.0066	\$0.0066 2/, 3/
CP15-148-000 Susquehanna West Project		
Reservation Charge:		
Maximum	\$17.1194	\$17.1410 \$17.1404 1/, 4/
Minimum	\$0.0000	\$0.0000
Commodity Charge:		
Maximum	\$0.0454	\$0.0463 2/, 3/, 4/
Minimum	\$0.0028	\$0.0028 2/, 3/
CP15-520-000 Triad Expansion Project		
Reservation Charge:		
Maximum	\$7.5292	\$7.5502 1/, 4/
Minimum	\$0.0000	\$0.0000
Commodity Charge:		
Maximum	\$0.0454	\$0.0463 2/, 3/, 4/
Minimum	\$0.0028	\$0.0028 2/, 3/
CP16-4-000 Orion Project		
Reservation Charge:		
Maximum	\$16.5208	\$16.5418 1/, 4/
Minimum	\$0.0000	\$0.0000
Commodity Charge:		
Maximum	\$0.0454	\$0.0463 2/, 3/, 4/
Minimum	\$0.0028	\$0.0028 2/, 3/

Notes:

- Includes a per Dth charge for the PCB Surcharge Adjustment per Article XXXII of the General Terms and Conditions of \$0.0000.
- Rates stated above exclude the ACA Surcharge as revised annually and posted on the FERC website at <http://www.ferc.gov> on the Annual Charges page of the Natural Gas section. The ACA Surcharge is incorporated by reference into Transporter's Tariff and shall apply to all transportation under this Rate Schedule as provided in Article XXIV of the General Terms and Conditions.
- The applicable F&LR's and EPCR's, determined pursuant to Article XXXVII of the General Terms and Conditions, are listed on Sheet No. 32.
- Includes a per Dth charge for the PS/GHG Surcharge Adjustment per Article XXXVIII of the General Terms and Conditions of ~~\$0.0216~~ \$0.0210 Reservation, \$0.0009 Commodity.
- Applicable fuel and lost and unaccounted for charges pursuant to the National Fuel Lease.

FIRM TRANSPORTATION RATES
 RATE SCHEDULE FT-A

Recourse Rates Applicable to Shippers Utilizing Capacity
 Pursuant to Incremental Capacity Expansions

	Base Tariff Rate	Total Rate
CP11-161-000 Northeast Upgrade Project		
Reservation Charge:		
Maximum	\$9.0307	\$9.0523 1/, 4/
Minimum	\$0.0000	\$0.0000
Commodity Charge:		
Maximum	\$0.0000	\$0.0009 2/, 3/, 4/
Minimum	\$0.0000	\$0.0000 2/, 3/
CP14-88-000 Niagara Expansion Project		
Reservation Charge:		
Maximum	\$9.9615	\$9.9831 1/, 4/
Minimum	\$0.0000	\$0.0000
Commodity Charge:		
Maximum	\$0.0000	\$0.0009 2/, 3/, 4/, 5/
Minimum	\$0.0000	\$0.0000 2/, 3/, 5/
CP14-529-000 Connecticut Expansion Project		
Reservation Charge:		
Maximum	\$19.3689	\$19.3905 1/, 4/
Minimum	\$0.0000	\$0.0000
Commodity Charge:		
Maximum	\$0.0787	\$0.0796 2/, 3/, 4/
Minimum	\$0.0066	\$0.0066 2/, 3/
CP15-148-000 Susquehanna West Project		
Reservation Charge:		
Maximum	\$17.1194	\$17.1410 1/, 4/
Minimum	\$0.0000	\$0.0000
Commodity Charge:		
Maximum	\$0.0454	\$0.0463 2/, 3/, 4/
Minimum	\$0.0028	\$0.0028 2/, 3/
CP15-520-000 Triad Expansion Project		
Reservation Charge:		
Maximum	\$7.5292	\$7.5508 1/, 4/
Minimum	\$0.0000	\$0.0000
Commodity Charge:		
Maximum	\$0.0454	\$0.0463 2/, 3/, 4/
Minimum	\$0.0028	\$0.0028 2/, 3/

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