



Tennessee Gas Pipeline
Company, L.L.C.
a Kinder Morgan company

May 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.
Amendment to Negotiated Rate Agreement
Service Package No. 315568
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 the attached amended Exhibit A (reflecting certain receipt point amendments) to Service Package No. 315568, between Tennessee and Seneca Resources Corporation (“Seneca”) (Service Package No. 315568 shall be referred to herein as the “Seneca Service Agreement”).¹

Tennessee submits the amended Exhibit A for inclusion in Section 4.19.1 of First Revised Volume No. 2 of Tennessee’s FERC Gas Tariff (“Tariff”). The proposed Tariff record is listed on Appendix A.

Tennessee respectfully requests that the Commission accept and approve the amended Exhibit A and the revised Tariff record effective on June 1, 2018.

Statement of Nature, Reasons, and Basis for the Filing

On August 30, 1996, in Docket No. RP96-312-000, the Commission approved, subject to conditions, Tennessee’s July 16, 1996 tariff filing authorizing Tennessee to charge negotiated rates for its transportation and storage services.² Tennessee made its negotiated rate filing pursuant to the Commission’s *Policy Statement*, which the Commission issued on January 31,

¹ The Seneca Service Agreement, which contains negotiated rates and non-conforming provisions, was approved by the Commission in Docket Nos. RP15-1273-000 on October 14, 2015 and RP16-582-000 on March 1, 2016.

² *Tennessee Gas Pipeline Co.*, 76 FERC ¶ 61,224, *order on reh’g*, 77 FERC ¶ 61,215 (1996).

1996, and modified on July 25, 2003.³ Both the *Policy Statement* and the orders approving Tennessee's negotiated rate option require Tennessee, when implementing a negotiated rate contract, to file either the contract or tariff sheets identifying and describing the transaction.⁴ The Commission has stated that pipelines' negotiated rate filings must disclose all consideration linked to the agreement.⁵ As to the disclosure of consideration, the Commission stated, "in any pipeline filing of a negotiated rate agreement, any other agreement, understanding, negotiation or consideration linked to the agreement must be disclosed in the pipeline's filing."⁶

Pursuant to Section 4.7 of Rate Schedule FT-A and Article XXVI, Section 5.7 of the General Terms and Conditions of Tennessee's Tariff, Seneca has submitted a valid request to amend its primary receipt points under the Seneca Service Agreement as follows:

<u>Meter Name</u>	<u>Meter Number</u>	<u>Existing TQ</u>	<u>Amended TQ</u>
NFG/TGP LAMONT PA:RIP 308-1 ELK	412826	70,000 Dth/d	-0- Dth/d
NFG/TGP MERCER RECEIPT MERCER	412888	70,000 Dth/d	-0- Dth/d
NFGMIDCL/TGP CLERMONT #2 MCKEAN	47743	-0- Dth/d	140,000 Dth/d

Tennessee has reviewed Seneca's request, and has agreed to permit the requested primary receipt point amendments. Tennessee is including herewith a marked copy of Exhibit A showing the amended primary receipt points and associated meter quantities under the Seneca Service Agreement. Other than the primary receipt points and associated meter quantities, all other substantive terms of the Seneca Service Agreement remain the same as the agreement previously filed in Docket Nos. RP15-1273-000 and RP16-582-000.

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;

³ Statement of Policy on Alternatives to Traditional Cost-of-Service Ratemaking for Natural Gas Pipelines and Regulation of Negotiated Transportation Services of Natural Gas Pipelines, 74 FERC ¶ 61,076 (1996); Natural Gas Pipeline Negotiated Rate Policies and Practices, 104 FERC ¶ 61,134 (2003) ("*Policy Statement*").

⁴ *Tennessee Gas Pipeline Co.*, 77 FERC at 61,877; *Policy Statement*, 74 FERC at 61,241.

⁵ *Columbia Gulf Transmission Co.*, 85 FERC ¶ 61,373 (1998).

⁶ *Id.* at 62,424.

- (2) A revised Tariff record in RTF format with metadata attached;
- (3) A clean and marked version of the Tariff record 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 electronic copy of this filing is available for public inspection during regular business hours in Tennessee's office at 1001 Louisiana Street, 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:

*Todd Piczak
VP - Chief Compliance Officer
Tennessee Gas Pipeline Company, L.L.C.
1001 Louisiana Street, Suite 1000
Houston, Texas 77002
(713) 420-3822
Todd_Piczak@kindermorgan.com

* Carlos Oblitas
Director, Rates and Regulatory Affairs
Tennessee Gas Pipeline Company, L.L.C.
1001 Louisiana Street, Suite 1000
Houston, TX 77002
(713) 420-3297
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 Request

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 regulations⁷, for the

⁷ The Commission has routinely waived the 30-day notice period for negotiated rate filings. *See Statement of Policy on Alternatives to Traditional Cost-of-Service Ratemaking for Natural Gas Pipelines and Regulation of Negotiated Transportation Services of Natural Gas Pipelines*, 74 FERC ¶ 61,076, at 61,241; *see also, Alliance Pipeline L.P.*, 132 FERC ¶ 61,010, at P 10 (2010); *Texas Eastern Transmission, LP*, 130 FERC ¶ 61,189, at n.20 (2010).

Commission to accept the Seneca amended Exhibit A and the related Tariff record listed in Appendix A to become effective on June 1, 2018.

Pursuant to Section 154.7(a)(9) of the Commission's Regulations, Tennessee hereby moves to place the revised Tariff record into effect at the requested effective 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.

/s/ Carlos Oblitas

Carlos J. Oblitas
Director, Rates and Regulatory Affairs

Enclosures

APPENDIX A

Tennessee Gas Pipeline Company, L.L.C.

Negotiated Rate Agreements Filing

Issued: M a y 3 1 , 2 0 1 8

Effective: J u n e 1 , 2 0 1 8

**FERC Gas Tariff
First Revised Volume No. 2
Tariff Sections**

Description	Title	Version
4.19.1 Gas Trans Agmt	Exhibit A	2.0.0

CLEAN TARIFF SHEETS / RECORDS
Effective June 1, 2018

GAS TRANSPORTATION AGREEMENT
 (For Use Under FT-A Rate Schedule)

EXHIBIT A
 AMENDMENT NO. 2
 TO GAS TRANSPORTATION AGREEMENT
 DATED December 1, 2015
 BETWEEN
 TENNESSEE GAS PIPELINE COMPANY, L.L.C.
 AND
 SENECA RESOURCES CORPORATION

Amendment Effective Date: June 1, 2018

Service Package: 315568-FTANTGP

Service Package TQ: 140000 Dth

BEGINNING DATE	ENDING DATE	TQ
06/01/2018	11/30/2030	140000

BEGINNING DATE	ENDING DATE	METER	METER NAME	INTERCONNECT PARTY NAME	COUNTY	ST	ZONE	R/D	LEG	METER-TQ
06/01/2018	11/30/2030	47743	NFGMIDCL/TGP CLERMONT #2 MCKEAN		MCKEAN	PA	4	R	300	140000
06/01/2018	11/30/2030	421079	TRANSCAN/TGP UDP NIAGARA RIVER DELI	TRANSCANADA PIPELINES LTD.	NIAGARA	NY	5	D	200	140000

Total Receipt TQ 140000
Total Delivery TQ 140000

Number of Receipt Points: 1
Number of Delivery Points: 1

Other Provisions Permitted By Tariff Under the Applicable Rate Schedule and/or General Terms and Conditions and Pursuant to Article XXXVI of the General Terms and Conditions of Tennessee's FERC Gas Tariff:

Contractual ROFR

Contractual ROFR - Subject to Transporter's continued receipt of a sufficient level of Lease Capacity (or alternative form of firm capacity secured by Transporter) upon terms and conditions satisfactory to Transporter in its sole discretion, Shipper shall have the right to extend the Primary Term of the Firm Agreement for all of Shipper's TQ for successive two (2) year terms at the negotiated rates set forth in the Negotiated Rate Agreement for this Service Package (each, an "Extended Term"). Shipper can exercise this Extension Right at any time during the Primary Term or an Extended Term, as applicable, by providing written notice to Transporter no later than twenty-four (24) months prior to the expiration of the Primary Term or nine (9) months prior to expiration of an Extended Term. Failure by Shipper to exercise an applicable Term Extension Right shall result in expiration of the FT-A Agreement at the end of the then-effective term.

Note: Exhibit A is a reflection of the contract and all amendments as of the amendment effective date.

MARKED TARIFF SHEETS / RECORDS

GAS TRANSPORTATION AGREEMENT
 (For Use Under FT-A Rate Schedule)

EXHIBIT A
 AMENDMENT NO. ~~21~~ **24**
 TO GAS TRANSPORTATION AGREEMENT
 DATED December 1, 2015
 BETWEEN
 TENNESSEE GAS PIPELINE COMPANY, L.L.C.
 AND
 SENECA RESOURCES CORPORATION

Amendment Effective Date: ~~June 1, 2018~~ **Dec. 1, 2015**

Service Package: 315568-FTANTGP

Service Package TQ: 140000 Dth

BEGINNING DATE	ENDING DATE	TQ
06/01/2018 12/01/2015	11/30/2030	140000

BEGINNING DATE	ENDING DATE	METER	METER NAME	INTERCONNECT PARTY NAME	COUNTY	ST	ZONE	R/D	LEG	METER-TQ
12/01/2015	11/30/2030	412826		NATIONAL FUEL SUPPLY	ELK	PA	4	R	300	70000
06/01/2018 12/01/2015	11/30/2030	4774344 2888	NFG/TGP LAMONT PA: RIP 308-1 ELK		MCKEAN MERCER	PA	4	R	3002 00	140000 70000
06/01/2018 12/01/2015	11/30/2030	421079	NFGMIDCL/TGP CLERMONT #2 MCKEAN NFG/TGP MERCER RECEIPT MERCER	TRANSCANADA PIPELINES LTD.	NIAGARA	NY	5	D	200	140000
			TRANSCAN/TGP UDP NIAGARA RIVER DELI							

Total Receipt TQ 140000
Total Delivery TQ 140000

Number of Receipt Points: ~~12~~
Number of Delivery Points: 1

Other Provisions Permitted By Tariff Under the Applicable Rate Schedule and/or General Terms and Conditions and Pursuant to Article XXXVI of the General Terms and Conditions of Tennessee's FERC Gas Tariff:

Contractual ROFR

Contractual ROFR - Subject to Transporter's continued receipt of a sufficient level of Lease Capacity (or alternative form of firm capacity secured by Transporter) upon terms and conditions satisfactory to Transporter in its sole discretion, Shipper shall have the right to extend the Primary Term of the Firm Agreement for all of Shipper's TQ for successive two (2) year terms at the negotiated rates set forth in the Negotiated Rate Agreement for this Service Package (each, an "Extended Term"). Shipper can exercise this Extension Right at any time during the Primary Term or an Extended Term, as applicable, by providing written notice to Transporter no later than twenty-four (24) months prior to the expiration of the Primary Term or nine (9) months prior to expiration of an Extended Term. Failure by Shipper to exercise an applicable Term Extension Right shall result in expiration of the FT-A Agreement at the end of the then-effective term.

Note: Exhibit A is a reflection of the contract and all amendments as of the amendment effective date.