



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

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PRIVILEGED TREATMENT (18 C.F.R. § 388.112)**

December 8, 2014

Kimberly D. Bose, Secretary  
Federal Energy Regulatory Commission  
888 First Street, NE  
Room 1A  
Washington, DC 20426

Re: Tennessee Gas Pipeline Company, L.L.C., Docket No. PF14-22-000  
Northeast Energy Direct Project  
Supplemental Filing -- Adoption of Alternative Route as Part of Proposed Route (Wright,  
New York to Dracut, Massachusetts Pipeline Segment)

Dear Ms. Bose:

On September 15, 2014, Tennessee Gas Pipeline Company, L.L.C. ("Tennessee") filed a request to use the Federal Energy Regulatory Commission's ("Commission") pre-filing procedures for the proposed Northeast Energy Direct Project ("NED Project" or "Project"). By notice issued October 2, 2014, the Commission approved Tennessee's request to use the pre-filing procedures for the Project. On November 5, 2014, Tennessee filed drafts of Resource Reports 1 and 10 and an updated stakeholder mailing list for the Project with the Commission.

In the November 5, 2014 draft Resource Report 10, Tennessee presented evaluations of several major route alternatives for portions of the Project. Among the route alternatives discussed in the draft Resource Report 10 for the Wright, New York to Dracut, Massachusetts Pipeline Segment (referred to as the Market Path Component of the Project) were the New York Powerline Alternative and the New Hampshire Powerline Alternative (see Sections 10.3.1.2 and 10.3.1.8 of draft Resource Report 10). These identified alternatives involved co-locating the pipeline along an existing electric transmission line corridor in eastern New York, western Massachusetts, and southern New Hampshire.

The New York Powerline Alternative deviates from the proposed route in New York at approximately MP 34.13 of the Wright to Dracut Pipeline Segment in New York. At that point the New York Powerline Alternative travels in a north/northeast direction, eventually turning east/southeast to interconnect with the mainline proposed route at approximately MP 69.91 in

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Massachusetts. The New Hampshire Powerline Alternative deviates from the proposed route in Massachusetts at approximately milepost (“MP”) 108.64, and travels in a northerly direction into New Hampshire. At that point, the pipeline would be co-located with an existing powerline corridor and will travel in an easterly direction before turning south and re-entering Massachusetts near Dracut, Massachusetts and rejoining the proposed route of the Wright, New York to Dracut, Massachusetts Pipeline Segment at MP 175.34.

In its ongoing effort to critically evaluate feasible alternatives for the Project, Tennessee has now determined that it will adopt both the New York Powerline Alternative and the New Hampshire Powerline Alternative as its proposed route. Therefore, Tennessee will modify the originally proposed route for the Wright, New York to Dracut, Massachusetts Pipeline Segment of the Project. Tennessee is adopting this revised route for the Project at this early date in the pre-filing process to permit transparent stakeholder/public consultation and the development of the additional resource reports reflecting the revised route as part of the Commission’s pre-filing process. The revisions reflected in this filing are the product of countless public outreach meetings conducted by Tennessee with stakeholders, as well as the environmental review process itself. This type of significant revision to the proposed Project in order to address numerous concerns with the original proposed route is a text book example of the merits of the Commission’s pre-filing and certificate procedures.

The Market Path component of the Project that is being revised originally consisted of approximately 177 miles of new and co-located mainline pipeline. With the adoption of the New York Powerline Alternative and the New Hampshire Powerline Alternative, the proposed revised route will now include approximately 188 miles of new and co-located mainline pipeline facilities as follows: (a) approximately 53 miles of pipeline generally co-located with Tennessee’s existing 200 Line and an existing power utility corridor in eastern New York near the proposed Market Path Mid Station No. 1; (b) approximately 64 miles of pipeline generally co-located with an existing power utility corridor in western Massachusetts; and (c) approximately 71 miles of pipeline generally co-located with an existing power utility corridor in southern New Hampshire, extending east to the proposed Dracut, Massachusetts Market Path Tail Station. In addition, the Project originally included construction of eight new pipeline laterals (totaling approximately 73 miles), eight new compressor stations, and 16 new meter stations. As revised, the Project will now include nine laterals (totaling approximately 75 miles), nine new compressor stations, and 15 new meter stations.<sup>1</sup>

One of primary reasons that led to Tennessee’s decision to adopt the New York Powerline Alternative and New Hampshire Powerline Alternative for the Project is that they will enable a very substantial portion of the proposed new pipeline construction to be located adjacent to, and parallel with, existing utility corridors in the states of New York, Massachusetts and New

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<sup>1</sup> Tennessee’s September 15, 2014 pre-filing request letter stated that the Wright, New York to Dracut, Massachusetts Pipeline Segment included approximately 177 miles of new and co-located pipeline facilities: (a) 52 miles of pipeline generally co-located with the existing 200 Line in western New York and Massachusetts; and (b) approximately 125 miles of new pipeline in Massachusetts. That portion of the Project was proposed to include eight new compressor stations and 16 new meter stations.

Hampshire. By increasing the percentage of co-location for the proposed pipeline segment, the revised route will reduce the construction of new pipeline facilities in undeveloped portions of the Market Path region, thus reducing environmental impacts and avoiding habitat fragmentation. In addition, the proposed route change will enable Tennessee to avoid (in certain cases) and to minimize (in other cases) the crossing of Article 97 properties and Areas of Critical Environmental Concern in Massachusetts.

Through its significant outreach efforts for the Project, Tennessee has been attentive to the public response to the Project. This proposed route modification for the Market Path component of the Project is intended to address comments and concerns expressed by affected stakeholders across various areas of the Project. Additionally, the proposed route modification, which takes advantage of a greater percentage of co-located facilities with existing power utilities, will provide economic service to several areas in northern Massachusetts and southern New Hampshire that are not currently served by an interstate pipeline.

The NED Project is being developed to serve specifically the New England region. The New England region, as a whole, stands to benefit from the NED Project as it will enable New England to sustain its reliance on natural gas-fired generation and to lower energy costs by providing scalable transportation capacity attached to lower cost, near-by domestic natural gas. Access to significant, reliable and abundant quantities of lower priced natural gas will benefit New England consumers and will encourage capital investment in commercial and industrial ventures adding to the region's economy. The Project will provide regional confidence in competitively priced natural gas supplies for decades to come providing stability in a critical fuel source. Tennessee's fully integrated natural gas pipeline transportation system also will enable the Project to provide additional access to diverse supplies of natural gas to expansion customers in the New England region. As demand for natural gas in the region increases, Tennessee's LDC customers have expressed the need for additional firm transportation capacity to serve their growing markets. The proposed revision to the Market Path component of the Project does not result in any change to the proposed total incremental natural gas transportation capacity (up to 2.2 Bcf per day) to be provided by the Project.

In this filing, Tennessee submits a revised Resource Report 1 to reflect the adoption of the New York Powerline Alternative and New Hampshire Powerline Alternative as part of the proposed Project. To assist the Commission and affected stakeholders in their review of the revised Resource Report 1, Tennessee is providing clean and redlined versions of the revised report that reflect the revisions to the proposed Project facilities. Tennessee is also providing an updated overall Project map to show the new proposed route of the Project, and revised aerial photographic maps and U.S. Geological Survey topographic mapping for the pipeline route. In addition, Tennessee is submitting updated stakeholder lists (landowner, governmental officials, and regulatory agencies) for the Project. The enclosed stakeholder lists update the information that was provided as part of Tennessee's November 5, 2014 filing for (1) affected landowners (contained in Volume III-Privileged and Confidential Information, Appendix AA), (2) representatives of affected federal, state, and local political jurisdictions (contained in Volume II-Public, Appendix C), and (3) applicable federal and state regulatory agencies (contained in Volume II-Public, Appendix A). All updates to the stakeholder lists are highlighted on the

respective attachments. Due to privacy concerns, Tennessee, in accordance with Section 388.112 of the Commission's regulations, 18 C.F.R. § 388.112 (2014), is requesting privileged and confidential treatment of that portion of the updated stakeholder mailing list that includes information regarding affected landowners. Tennessee is also providing clean and redlined versions of the Public Participation Plan in Appendix D.

Tennessee notes that its development of the resource reports for the Project is an ongoing process, and that updated drafts of both Resource Reports 1 and 10 will be submitted when the first draft of the Environmental Report (consisting of Resource Reports 1 through 13) is filed with the Commission in March 2015. The first draft of the Environmental Report will reflect the proposed pipeline route as revised herein. The second draft of the Environmental Resource Report is anticipated to be filed with the Commission in June 2015. Tennessee plans to host open houses in the Project area, including in the area of the revised pipeline route during the period January 2015 through March 2015 to provide additional information and answer questions concerning the Project.

In accordance with the Commission's filing requirements, Tennessee is submitting this filing with the Commission's Secretary through the eFiling system. Tennessee is also providing complete copies of this filing to the Office of Energy Projects ("OEP"). Any questions concerning the enclosed filing should be addressed to Ms. Jacquelyne Rocan at (713) 420-4544 or to Mr. Richard Siegel at (713) 420-5535.

Respectfully submitted,

TENNESSEE GAS PIPELINE COMPANY, L.L.C.

By: /s/ J. Curtis Moffatt  
J. Curtis Moffatt  
Deputy General Counsel and Vice President  
Gas Group Legal

Enclosures

cc: Mr. Rich McGuire  
Mr. Michael McGehee  
Mr. Eric Tomasi