

**Tennessee Gas Pipeline Company (“Tennessee”)
300 Line Project (“Project”)
Response to Scoping Comments**

Public Scoping Meeting –Vernon, New Jersey– 2/24/09

- 1. Highland Lakes area resident and Highland Lakes Country Club Association are concerned that construction on steep slopes and vegetation removal could increase erosion and sedimentation into Highland Lake and other surface waterbodies; recommend that Tennessee Gas Pipeline (TGP) install appropriate erosion and sedimentation control structures and allow residents to inspect structures.**

The 300 Line Environmental Construction Plan (“ECP”) found in Volume IIA, Appendix D and the Typical Construction Workspace Configurations found in Volume IIA, Appendix C of the draft Environmental Report submitted on March 27, 2009 (“Draft ER”) detail the erosion and sedimentation control structures to be implemented during construction of the Project. Tennessee will implement Best Management Practices (“BMPs”) throughout the duration of construction activities.

- 2. Vernon Township should be contacted and may request to review erosion control plans.**

The Vernon Township Environmental Commission was notified of the Project in a letter dated August 27, 2008. The ECP found in Volume IIA, Appendix D and the Typical Construction Workspace Configurations found in Volume IIA, Appendix C of the Draft ER detail the erosion and sedimentation control structures to be implemented during construction of the Project. These materials will be available for public review. Tennessee will implement BMPs throughout the duration of construction activities.

- 3. Lake Conway Association asserts that TGP pipeline replacement in about 2001 adversely impacted Lake Conway and seeks mitigation for the alleged 2001 impacts**

Lake Conway, through its counsel, has raised these issues before the Commission as well as with Tennessee directly. These issues have been and continue to be discussed between counsel for both Lake Conway and Tennessee in an effort to resolve these issues as appropriate. Tennessee is attaching to these responses the results of the surveys performed both prior to and after the 2001 construction for the Commission’s review (See Attachment A). While these surveys show slightly differing elevations along the line of the pipeline, Tennessee notes that the restorations of the bottom elevations of Lake Conway roughly approximate the pre-construction conditions. Tennessee remains willing to remedy actual and quantifiable harm, if any, which resulted from the 2001 construction.

4. Lake Conway Association is not opposed to current project but is concerned that TGP will not mitigate for environmental impacts associated with the TGP 300 Project.

Tennessee plans to mitigate for environmental impacts to the maximum extent practicable. The ECP in Volume IIA, Appendix D of the Draft ER identifies mitigation activities to be implemented throughout construction of the Project.

5. Project would not benefit the Town of Vernon.

The Federal Energy Regulatory Commission (“Commission”) approves the construction and operation of interstate natural gas pipeline facilities only after it determines that such construction and operation, based on information presented by a project sponsor in a certificate application, is in the public convenience and necessity, pursuant to Section 7(c) of the Natural Gas Act (“NGA”). As the federal agency charged with this responsibility under the NGA, the Commission considers national issues as well as local and regional issues in its review of certificate applications. More locally, in addition to any indirect benefits that the Township of Vernon (“Vernon”) will receive from the Project, Vernon will also receive a direct benefit in the form of additional tax revenues from the Project. Vernon will benefit from possible local construction jobs during construction and local expenditures during construction through the purchase of such items and services as food, lodging, shopping, entertainment, and fuel. Additionally, sales tax revenue will be generated through those purchases.

6. Current mapping does not identify the exact location of the proposed pipeline on residential properties.

The exact location of the proposed pipeline can be found on the Alignment Sheets in Volume IIB, Appendix O and in the Residential Construction Plan in Volume IV, Appendix T of the Draft ER.

7. Project could impact existing septic systems and water supply wells.

During the initial landowner contacts for survey permission, Tennessee’s land representatives requested information on the location of wells and septic systems from landowners whose residences were in close proximity to the proposed pipeline and work spaces. In many locations, this information was used to reduce work areas or re-align the pipeline route to avoid impacts to these structures. As part of the negotiations with landowners for work space, additional easements (if required), and/or damages, Tennessee’s land representatives will again request information on the location of wells and septic systems, in order to ensure that nothing is missed and also to prepare an inventory for any required pre- and post-construction monitoring and tests.

8. Project could result in the loss of structures such as barns and swimming pools.

Tennessee does not intend to remove any dwellings, barns or swimming pools that are located outside of its existing easement limits. Should a circumstance arise where the removal of a small structure or an above-ground swimming pool that is located outside of Tennessee’s existing easement would be

advantageous, Tennessee will fully compensate the landowner for any re-location or removal. To the extent there are structures encumbering Tennessee's existing easements, without specific agreements to allow such occupation of its right, Tennessee will remove those structures. Nonetheless, Tennessee will pay any and all damages that may arise from the construction of its proposed Project.

9. Project could impact property values; TGP should consider purchasing nearby homes.

Tennessee will pay fair market value for any rights it seeks in connection with this Project. Tennessee is not aware of any quantifiable reduction in overall land values beyond any rights it purchases, solely because of the existence of its pipeline facilities. Tennessee does not plan on purchasing any dwellings as part of this Project.

10. Project could impact livestock.

The Project that Tennessee proposes crosses many miles of prime agricultural land and grazing areas. Tennessee will work with landowners in these areas to ensure that proper restoration of any impacted agricultural area occurs, including topsoil segregation, stone removal, and compliance with re-seeding specifications. Tennessee will also work with the landowners to arrange for proper fencing of the work areas, locations for livestock to cross the rights-of-way ("ROW"), and, if necessary, alternate grazing areas will be provided. These issues will be discussed with the landowners during the negotiations for any additional rights and damages. Any special conditions will be included in its Construction Line list and Tennessee shall have land representatives on hand during construction to ensure these conditions are met. Tennessee will ensure that landowners are made whole for any damages that may arise, including impacts to livestock.

11. Permanent right-of-way would limit use of property.

Tennessee maintains existing ROWs across almost every property impacted by the Project. As such, Tennessee is not seeking to limit property usage on these tracts any more than it does for its existing operations. These limitations are in keeping with the land rights that it has either purchased or will purchase, which include the right to construct, install, and operate its pipelines, and the right to maintain the ROW free of trees, deeply rooted shrubs, structures, and water impoundments. The landowners retain the right to use the surface of the land for agricultural, recreational, and other uses which would not interfere with the safe operation of the pipeline.

12. Homeowners near MP 0.0 of Loop 325 recommend that the pipeline be routed off of their property and onto adjoining, undeveloped land.

To the extent practicable, Tennessee sited the proposed Project in existing ROW to minimize environmental disturbance associated with utilities installation and ROW in previously undeveloped land. Resource Report 10, Section 10.3.1.2.4 of the Draft ER describes the most feasible route alternative proposed in response to landowner concerns. The route alternative is also shown on the Alignment Sheets in Volume IIB, Appendix O of the Draft ER.

13. Constructability concerns due to shallow bedrock in the area.

Resource Report 1, Section 1.3.1.9.6 and Resource Report 6, Section 6.2 of the Draft ER detail construction activities in areas where blasting will be required. Additionally, Appendix I in Volume IIA of the Draft ER contains the Blasting Plan that would be implemented where necessary during construction of the Project.

14. Homeowner questions the need for proposed gas volume.

See Resource Report 1, Section 1.1.1 of the Draft ER for information regarding the purpose and need of Tennessee's proposed Project.

15. Homeowners are concerned about pipeline safety, including the potential for natural gas intrusion into nearby structures.

Natural gas pipelines are a safe, reliable, and efficient means of transporting natural gas. Tennessee, a member of El Paso Corporation's ("El Paso") pipeline group, is committed to safety and reliability in its construction, operation, and maintenance activities. El Paso's commitment to the safe operation of its pipelines, including Tennessee, is demonstrated through its Board of Director-level Health, Safety & Environmental Committee, which reports directly to the chairman, the chief executive officer, and the board. El Paso is one of only a few companies that have a board-level committee devoted to health, safety, and the environment issues.

Tennessee, in constructing, installing, operating, and maintaining its facilities (including the Project facilities), takes the following measures to maintain the safety and integrity of its pipeline system:

- Tennessee ensures safe installation by:
 - Designing and constructing facilities to meet stringent government safety requirements.
 - Using equipment and material that meet industry practices.
 - Coating the steel pipe with special protective materials to minimize rust or corrosion.
 - Conducting non-destructive testing of every weld joining each section of pipe.
 - Burying the pipeline in accordance with U.S. Department of Transportation ("DOT") specifications.
 - Using low-voltage electricity on all surfaces to further protect against corrosion (cathodic protection).
 - Pressure testing the entire pipeline using water pressures higher than the normal operating pressures.
 - Inspecting each stage of construction with qualified inspectors.
- Tennessee ensures safe operations by:
 - Maintaining ROW to provide easy access.
 - Patrolling the pipeline on a systematic basis to ensure that activities around the pipeline do not disturb or damage it in any way. Tennessee over-flies its ROWs using helicopters

and fixed wing aircraft, in addition to conducting ground inspections and performing leading-edge technology examinations for pipeline leaks.

- Monitoring closely its pipeline in accordance with all regulatory safety standards established by the DOT.
 - Monitoring the status of the pipeline on a continuous basis (365 days/year, 24 hours/day, 7 days/week) through its gas control center.
 - Inspecting and lubricating all valves on regularly scheduled maintenance intervals.
 - Using the most current inspection and cleaning tools inside the pipeline to check the condition of the pipeline and to remove any liquids or impurities. Tennessee uses X-ray and ultra-sonic technologies to detect problem areas in its pipeline.
 - Posting signs to indicate the location of the pipeline and a phone number to call before digging. (Tennessee participates in the One Call program, which provides property owners and contractors with accurate information about the location of the pipeline. This program also provides Tennessee with information regarding planned excavations near the pipeline.)
- Tennessee responds effectively to possible problems and emergencies by:
 - Monitoring pressures remotely from our gas-control facility on a continuous basis.
 - Training local authorities in preventing and responding to any pipeline-related problems.
 - Supporting local authorities with natural gas transmission professionals and services.
 - Maintaining an emergency contingency and response plan at each of its compressor station facilities. Tennessee routinely conducts drills and exercises to test its response procedures and capabilities.

16. TGP should contact the Morris County Trust for Historic Preservation; organization plans to identify cultural resources along the proposed route and will likely consult with the New Jersey State Historic Preservation Office.

Resource Report 4 of the draft ER includes a summary of cultural resources identified in the Project area and correspondence with the applicable state and federal agencies. As part of the NEPA process, the New Jersey State Historic Preservation Office (“SHPO”) will forward any data requests received by interested organizations regarding the Project to Tennessee.

17. Explain the permitting process in the New Jersey Highlands area and notify the New Jersey Highlands Coalition when a permit application is filed with the Highlands Council.

Through a Highlands Applicability Determination Application to the New Jersey Department of Environmental Protection (“NJDEP”), Tennessee is seeking an exemption to the Highlands permitting process, pursuant to N.J.S.A. 13:20-28.a (11) and N.J.A.C. 7:38-2.3(a)11, since the Project involves the “routine maintenance and operations, rehabilitation, preservation, reconstruction, repair or upgrade of public utility lines, rights-of-way or systems by a public utility that is consistent with the goals and purposes of the Act”.

18. Utilize horizontal directional drilling to avoid environmentally sensitive areas.

As further detailed in Resource Report 1, Section 1.3.1.9.5 of the Draft ER, Tennessee may employ horizontal directional drill (“HDD”) technology during construction of the Project to avoid sensitive resource areas and areas that present difficulties for conventional construction methodologies. The Horizontal Directional Drill Contingency Plan found in Volume IIA, Appendix G of the Draft ER further identifies areas in which this type of construction will be utilized. Currently, the HDD technique is proposed only for three locations, all of which are on Loop 325. The locations of the proposed HDD areas can be found in Resource Report 1, Table 1.3-2 of the Draft ER.

19. Vernon is a commuter community; avoid traffic disruptions.

At a minimum, Tennessee’s contractors will comply with the applicable state (New Jersey or Pennsylvania) Traffic Control Plans throughout construction of the Project (See Volume IIA – Appendix H of the Draft ER).

Public Scoping Meeting –Mansfield, Pennsylvania – 2/25/09**No Comments.**

During this meeting, a landowner raised questions regarding the compensation that he would receive as a result of the Project. While these questions were addressed during the meeting, Tennessee’s land representative met with this landowner and several others after the meeting’s conclusion for further discussion. Tennessee maintains its existing pipeline system on each of these landowners’ properties and in several cases has either unspecified width easements or has easements wide enough to accommodate the second pipeline proposed for this Project. These landowners were assured that in all cases, Tennessee shall pay for surface damages, including damage to timber or crops and for the usage of temporary work spaces, even if Tennessee has the land rights to install a second pipeline.

Public Scoping Meeting -Montrose, Pennsylvania – 2/26/09**No Comments.**

John C. Milliken & Andrew C. Milliken, Landowners – 2/14/09

- 20. Maplewood Estates lots 56 and 8 are on opposite sides of Maplewood Drive and bounded on the south side by the pipeline. The proposed location of the new pipeline as staked out on our properties is north of the existing line and would substantially impact both properties by removing tree buffers and natural landscapes as well as disturbing septic systems. There are no houses on the south side of the pipeline in Maplewood Estates so if the new pipe were located south of the existing line the required tree removal would have little impact.**

Loop 323 originates at an existing compressor station located approximately 1 mile west of the commenting landowners. The infrastructure at this compressor station requires that the proposed pipeline be sited on the north side of the existing line. Additionally, there are no proposed crossovers planned for Loop 323, as this loop will terminate on the north side of the existing line. A deviation to the south of the existing line would require two crossovers, and contrary to the landowners' comments, would result in additional environmental impacts related to tree removal and impacts to wetlands located immediately downstream of the specified properties. In general, crossovers are avoided to minimize land and environmental impacts and facilitate a safer and more efficient installation.

- 21. Construction of the new pipeline along the currently proposed location also cuts through a wetland area just to the right of the flag. The disturbance would continue through the property along the edge of the existing septic field with unknown consequences, past the side of the house and into the view behind the house. As a result, the homeowner would be entitled to substantial consideration to offset the loss of property value. As can be seen from the photos, locating the proposed pipeline to the left (south) of the existing pipeline where the easement is covered with snow would have virtually no impact.**

There is no wetland area within the subject property. There is a small isolated wetland within the existing ROW on the adjacent parcel. The primary source of hydrology for this emergent wetland originates from two PVC pipes conveying stormwater drainage or sump water from the existing residence to the ROW. This area will be temporarily impacted during construction and subsequently restored in accordance with Tennessee's ECP (See Volume IIA, Appendix D).

- 22. The proposed location of the new pipeline would require a new easement with clear-cutting of trees to within about 50-feet of the septic system. This barren area, so close to the house and septic field creates an extreme impact on the value of the residence. Also note that the location of the proposed pipeline, south of the existing line would have little impact.**

The impact to the residence on the commenting landowners' property will be minimized, as defined by the site specific drawing TE-T10-300-2-59-SS-02, submitted with the Draft ER.

23. **It is the desire of the undersigned owners to have the proposed pipeline moved to the other side of the existing line to avoid considerable environmental impact resulting in significant reduction of property value. If the Tennessee Gas Pipeline Company insists on constructing the new pipeline as currently proposed we will expect considerable compensation for devaluation of our property.**

Environmental impacts of the Project on the commenting landowners' property have been identified and minimized as proposed in the Draft ER.

24. **The map in Figure 2 of the Notice indicates the proposed pipeline location incorrectly as south of the existing line.**

The proposed pipeline will be located north of the existing 24-inch pipeline as depicted on preliminary alignment sheet TE-T10-300-2-59 in Volume IIB, Appendix O of the Draft ER.

Greenways and Open Space - 2/24/09

25. **The proposed site for Compressor Station 303 is immediately adjacent to Tippery Greenway – a proposed significant priority natural system greenway identified in the Draft Venango County Plan as Tippery Greenway. Wetlands were identified on the proposed Compressor Station 303 Site. Request that all of these plans and the data collected during the planning processes be considered in preparation of the Environmental Assessment (EA) or Environmental Impact Statement.**

Tennessee made initial contact with Greenways and Open Space personnel at the open house for the Project that was held on December 2, 2008 and also sent a follow-up e-mail on January 12, 2009. Tennessee is interested in working with this agency during the wetland mitigation process to ensure that construction activities associated with new Compressor Station 303 would not result in adverse impact to the Tippery Greenway. All wetlands and other environmental resources located on the site of new Compressor Station 303 have been included in the Draft ER for consideration in the Environmental Assessment ("EA") for the Project.

26. **NOI page 4 – land requirement numbers differ from Resource Report 1 page 10**

The final design and engineering of the alignment is currently in process. All land requirement and impact numbers will be consistent across all documents in the final Environmental Report ("Final ER") to be submitted as part of the certificate application for the Project.

27. **NOI page 4 states: “The area disturbed during construction but not required for operation would generally be allowed to revert to preconstruction condition. RR 1 pages 11 states “Here, the remaining temporary and permanent corridor will revert to its preconstruction condition land use/land cover once construction is complete. Although certain procedures are listed further on in the Report, these statements contradict those procedures. Specific restoration plans should be listed, approved and followed.**

All mitigation and restoration plans will be consistent with the Final ER, as amended or revised by the Commission’s EA and implemented throughout construction activities. Section 4.1.6 of the ECP (Volume IIA, Appendix D) details restoration methods to be followed at the conclusion of construction activities.

28. **Appendix A, Volume II and resource Report 8 is not available for public view.**

These documents will be made available for public view when the Final ER has been submitted as part of the certificate application for the Project, which Tennessee anticipates will be in July 2009.

29. **Much of the property and surrounding properties are considered wetlands as indicated on Tennessee’s maps shown at the open house. Restoration plans should not be for uplands only.**

Wetlands and waterbodies will be included in all final restoration and mitigation plans. Section 4.0 of the ECP (Volume IIA, Appendix D) submitted with the Draft ER discusses erosion and sediment control and includes restoration and revegetation techniques to be implemented on the Project. Sections 5.12 and 5.13 of the ECP address wetland and waterbody crossing methods to be implemented during construction of the Project.

30. **Appendix L is not available for public view**

Appendix L will be made available for public view when the Final ER has been submitted as part of the certificate application for the Project, which Tennessee anticipates will be in July 2009.

Pike County Conservation District – 2/27/09

31. **In areas where additional right-of-way is not required for the safe and proper placement of the line, the area should not be disturbed. Additional right-of-way clearing should be limited in forested areas and should be avoided in riparian buffer areas. These areas should be clearly delineated on plans before construction starts, rather than left to interpretation once the project is underway.**

Tennessee will continue to coordinate with the affected County Conservation Districts during the design of the erosion and sedimentation control plan for the Project. The Project has been designed to minimize

environmental impacts and to limit clearing activities. An Environmental Inspector, who will be responsible to ensure compliance with all applicable environmental permit conditions, will be on-site during construction of the Project to ensure that clearing activities follow the approved plans.

- 32. Tennessee Gas Pipeline must demonstrate that the project satisfies all applicable Antidegradation requirements, including those in 25 Pa. Code Chapters 91, 92, 93, 96, 102 and 105, both during earth disturbance activity and after earth disturbance activity has been completed at the site in order to ensure the protection of Special Protection Waters which may be affected by the proposed project. Additionally, §93.4a(b) provides that the existing uses of the receiving water must be maintained and protected. These uses include the High Quality and Exceptional Value Water use. It should also be noted that the Antidegradation regulations apply to all surface waters of the Commonwealth, including wetlands. The Applicant must demonstrate how it will maintain and protect the existing quality of any such resources from any proposed impacts of the project.**

Section 9.2 of the ECP (Volume IIA, Appendix D) submitted with the Draft ER discusses mitigation measures to be employed during construction as well as operation and maintenance measures to be followed at the completion of the Project. Section 4.0 of the ECP discusses Erosion and Sediment control practices to be implemented during Project construction.

- 33. The importance of intact forestlands to the ecological integrity and water quality of streams is very well documented. Measures should be taken to minimize impacts of wetland and riparian vegetation removal on High Quality and Exceptional Value water resources within the project area. We suggest that replanting of native tree species is an appropriate requirement to mitigate thermal, aquatic habitat and stream bank stability impacts of tree removal, especially in exceptional value wetlands and riparian corridors of all major streams traversed by the project.**

In general, Tennessee has designed the Project to minimize impacts to wetlands and waterbodies. Extra care will be taken in areas that are categorized as High Quality waterbodies and Exceptional Value Wetlands. The replanting of native plant species will be included as mitigation activities in areas that require stream bank stability, and in Exceptional Value Wetlands and along all major stream riparian corridors. Section 9.2 of the ECP (Volume IIA, Appendix D) submitted with the Draft ER discusses mitigation measures to be employed during construction as well as operation and maintenance measures to be followed at the completion of the Project. Section 4.0 of the ECP discusses Erosion and Sediment control practices to be implemented during Project construction.

- 34. In order to limit the area extent of earth disturbance for the project, staging areas and accesses to the pipeline construction areas should be limited to existing roads or other developed areas wherever possible.**

Potential locations for proposed pipe yards for the Project have been sited within areas that have been previously cleared and that have not been identified as providing habitat for federal or state listed threatened and endangered species. Tennessee has designed the Project to minimize adverse

environmental impact and clearing to the greatest extent practicable. Private access roads that will be utilized during construction were chosen because of their proximity to the Project area. Public and private existing access roads have been chosen and secured for use during construction to the extent practicable.

- 35. Absent some meaningful effort to substantially minimize earth disturbance, vegetation removal and soil compaction along the length of the pipeline, consideration should be given to implementation of post construction stormwater management best management practices to minimize increases in stormwater runoff volumes and improve the water quality of stormwater runoff. It should not be assumed with an earth disturbance activity of this size and scope that areas disturbed during construction but not required for operation would “revert to pre-construction condition”.**

In addition to minimizing earth disturbance, vegetation removal and soil compaction along the Project, BMPs for stormwater management will be implemented to preserve the integrity of existing water quality.

- 36. The District is concerned about potential hydraulic, thermal and chemical impacts of water withdrawals from and discharges to special protection waters for hydrostatic testing of new pipeline sections.**

All water used for hydrostatic testing of new pipeline sections will be discharged to upland areas only. As a result, the majority of the discharged water will be allowed to infiltrate to groundwater, which will negate any potential thermal impact as groundwater is essentially at a constant temperature. Some volume of discharged water may be lost to evaporation, but this amount will be negligible. Some water may run off as overland flow; however, Tennessee intends to site hydrotest dewatering activities so that any runoff will be directed to enclosed and confined upland basins, thereby maximizing infiltration rates, to the extent practicable. Tennessee will comply with the effluent limitations for hydrotest discharge, if any result from the dewatering. Given Tennessee’s intent to discharge to groundwater to the extent practicable, any chemical constituents likely to be present in discharge (primarily iron) would be sufficiently filtered by soil infiltration of the discharge.

- 37. In order to ensure adequate oversight of the project and protection of the high quality and exceptional value water resources in the project area, the number of inspectors for the project should be consistent with the number of construction crews working at any given time.**

Tennessee will ensure a minimum of one Environmental Inspector per spread during construction of the Project.

38. **There should be a thorough review of the project Preparedness, Prevention and Contingency (PPC) Plan to determine whether it adequately address potential discharges of all potential project pollutants other than sediments.**

Tennessee will ensure that the PPC Plan adequately addresses discharge of all potential pollutant discharges resulting from construction of the Project. Additionally, Section 7.0 of the ECP submitted with the Draft ER contains a Spill Prevention and Control Plan.

Highland Lakes Country Club and Community Association -2/27/09

39. **We are concerned that the construction activity proposed by Tennessee does not introduce water quality problems that would create a hardship on our lakes and on our members.**

Erosion and sedimentation control devices will be installed throughout the Project's construction locations in accordance to Tennessee's ECP (Volume IIA, Appendix D) submitted with the Draft ER. Environmental Inspectors will be on-site during all wetland and waterbody crossings to ensure that the Erosion and Sedimentation Controls and BMPs are implemented.

40. **The proposed pipeline does not immediately impact any homeowners since its path is outside the boundaries of any properties within Highland Lakes. The potential impact would result from inadequate erosion control during and after construction of the pipeline, as well as the loss of the natural habitat that will be cleared for the new pipeline. Without appropriate temporary and permanent mitigation measures, Highland Lake, a 334 acre body of water located at its most southerly point about 250 feet from the proposed pipeline, will be negatively impacted.**

Tennessee's ECP (Volume IIA, Appendix D) submitted with the Draft ER will be followed during construction of the Project to ensure that no adverse impacts to waterbodies are associated with the Project.

41. **The lake is fed by a small stream adjacent to the proposed project that could be directly impacted by the construction of the pipeline if additional sediment is introduced by new runoff. That area is ecologically transformed wetlands and provides a buffer zone for the lake, providing for the filtration of sediment and organic material before it enters the lower, shallow end of Highland Lake. The construction and maintenance of adequate sediment control, and the restoration of impacted wetland areas, are in the lakes and the Association's best interests ensuring that mitigating any potential problems would be a better course of action and a less costly option for all involved.**

The implementation of Tennessee's ECP (Volume IIA, Appendix D) submitted with the Draft ER will ensure that sediment and other pollutions are not released into wetland and waterbody resources during construction activities.

PA DCNR – Daniel Devlin, State Forester – 3/2/09

42. Land Use:

- a. **Tennessee Gas has indicated a 50 to 75 foot temporary workspace will be required to construct the loop segments. The temporary construction workspace does not appear to be constrained by topography and is excessive in width. The DCNR Bureau of Forestry suggests that the width of the temporary workspace to be limited to the point where the construction can proceed in a safe and efficient manner while minimizing the potential impact to adjacent forest resources.**

The typical construction configuration consists of a 100 foot construction workspace, with a reduction to a 75 foot maximum width through wetlands. Of the 100 foot typical width, 25 feet consists of existing permanent easement, 25 feet consists of new permanent easement, and 50 feet consists of temporary workspace.

- b. **Loop segment 323 will directly impact an existing public non-motorized shared use recreational trail within the Delaware State Forest (Pipeline Trail).**

Tennessee's land and government affair representatives have met with the PA DCNR regarding all of the crossings of the PA DCNR properties. Multiple issues, including tree clearing, access, and the recreation trail will be addressed within the context of the negotiation for land rights and damages.

43. Water Resources, Fisheries, and Wetlands:

- c. **Loop segment 323 will directly impact Chapter 93 designated wetlands in the Delaware State Forest....The Bureau of Forestry has adopted guidelines and best management practices, as identified in the *State Forest Resource Management Plan*, which limit or completely restrict disturbance activities within buffer zones adjacent to water resources. The *Aquatic Habitat Buffer Guidelines* exceed the requirements established by the jurisdictional authority (PA DEP). The State forest system has received dual certification from the Forest Stewardship Council and the Sustainable Forestry Initiative as being a well managed forest. The buffer zone guidelines are strongly supported by both certification entities and non-adherence to the established guidelines could jeopardize certification and the ability to market forest products as a sustainable resource from a well managed forest. In addition, the *State Forest Resource Management Plan* states that all wetlands will be protected or enhanced.**

Tennessee will apply to the PA DCNR for a waiver for the portion of the Project that is within the Delaware State Forest. The ECP and the PA DEP Erosion and Sediment Pollution Control Program Manual (April 2000) will be implemented throughout all wetland and waterbody crossings, and construction BMPs will also be strictly enforced. Tennessee will continue to coordinate with the PA DCNR to ensure that the ecological integrity of the wetlands and watercourses in the Delaware State Forest is not compromised as a result of the Project.

- d. **A complete wetland delineation (to include vernal pools) has yet to be conducted. It is likely that additional wetlands will be encountered and impacted by the proposed project. The Bureau reserves the right to comment on specific impacts pending review of the wetland delineation.**

Wetland and watercourse delineations began in the Project area during 2008 and will be completed in 2009. The results of these surveys will be included in Volume IIA, Appendix J of Final ER and summarized in Resource Report 2 of the Final ER. An inventory of vernal pools identified within and immediately adjacent to the survey corridor as well as access roads and pipe equipment yards will be included in the Final ER.

- e. **There are five stream crossings on SFL (state forest land) and each stream is a Chapter 93 designated watercourse. It is our understanding that this document [FERC's Wetland and Waterbody Construction and Mitigation Procedures] represents the minimum requirements the company must follow when crossing wetlands or waterbodies. The Bureau feels very strongly that crossing Chapter 93 water requires a higher measure of protection to water quality and thus will require these crossings to be bored.**

State lands are crossed by Loop 313 and Loop 323. Tennessee understands the sensitive nature of Chapter 93 designated watercourses. Retaining the ecological integrity of these areas will be the highest priority during construction of the Project. The ECP for the Project is consistent with PA DEP's Erosion and Sediment Control Plan. Tennessee currently plans to conduct dry-cut crossings on watercourses and is open to further coordination with the PA DCNR to discuss the chosen crossing methods for Chapter 93 watercourses. Additionally, an Environmental Inspector will be on-site during all wetland and waterbody crossings to ensure that BMPs are implemented.

44. Vegetation and Wildlife:

- f. **The Bureau of Forestry strongly encourages the monitoring and control of invasive plant and animal species that might be inadvertently introduced or spread during construction-related activities. The Bureau of Forestry has developed best management practices related to invasive plants and any future *License for Right-of-Way Agreement* will include monitoring and treatment requirements.**

The ECP (Volume IIA, Appendix D) submitted with the Draft ER and the PA DEP's Erosion and Sediment Control Plan will be followed throughout construction of the Project. Additionally, the Commission's procedures provide requirements for post-construction maintenance. The implementation of the mitigation measures identified within these documents will minimize the introduction of invasive plant and animal species to the region. An Environmental Inspector will be on-site during construction activities to further ensure that invasive species are not spread and/or introduced as a result of the Project.

- g. Tennessee was provided a list of floral and faunal species to be surveyed within the proposed route on State Forest lands. This list was provided in addition to requirement of the respective jurisdictional authorities. As the land manager for State Forests, the Bureau of Forestry may request actions to conserve species and their associated habitats which exceed the recommendations of any other jurisdictional authority. It was requested that Tennessee Gas survey for the following:
- i. Loop Segment 313: Susquehannock State Forest
 - Great spurred violet (*Viola selkirkii*)
 - Timber rattlesnake (*Crotalus horridus*)
 - Allegheny woodrat (*Neotoma magister*)
 - Water shrew (*Sorex palustris albibarbis*)
 - ii. Loop Segment 323: Delaware State Forest
 - Bog-rosemary (*Andromeda polifolia*)
 - Small Beggar-ticks (*Bidens discoidea*)
 - Soft-leaved sedge (*Carex disperma*)
 - Slender sedge (*Carex lasiocarpa*)
 - Long-stemmed water-wort (*Lobelia dortmanna*)
 - Horned bladderwort (*Utricularia cornuta*)
 - Timber rattlesnake (*Crotalus horridus*)
 - Eastern hognose snake (*Heterodon platirhinos*)

Surveys for the above-listed species will be conducted in spring 2009 by qualified biologists. The results of these surveys will be made available to the State Forest managers.

45. **Threatened and Endangered Species: Additional surveys for specific threatened or endangered species of fauna and their associated habitats were requested by Bureau of Forestry PNFI staff in an October 15, 2008 letter to Tennessee Gas. To date, these requested surveys have not been received.**

AECOM Environment (“AECOM”), on behalf of Tennessee, plans to conduct surveys for state and federally listed threatened and endangered species beginning in May 2009. These surveys will be conducted in accordance with state and federal regulations and will be submitted to the applicable state agency. Given the sensitive nature of identifying the exact location of threatened and endangered species, this information will not be made available to the public.

- 46. Public Safety: The use of State Forest roads will require a *Road Use Agreement*. Roads which are not suitable for the increased activity may need to be improved to Bureau specifications at the company's expense. The Bureau strongly encourages the use of existing roads over new construction. Roads open to the public travel may need to be closed or restricted on a temporary basis in the interest of public safety.**

Tennessee does not plan on constructing any new roadways for the construction and operation of the Project. Tennessee shall pay to upgrade access roads it requires for this proposed Project.

Robert M. Ross -3/2/09

- 47. Your plans call for increasing the horsepower at this existing station. Will these changes cause additional noise levels when the pumps are running?**

Tennessee will design the modifications at Compressor Station 315 to ensure compliance with the Commission's noise regulation governing interstate gas transmission compressor stations, which limits compressor station noise contributions to no more than 55 dB(A) day-night average (L_{dn}) at the nearest noise sensitive area ("NSA").

- 48. What steps are you or can you take to reduce the ambient noise levels as a result of the compressor operation?**

In Resource Report 9, Section 9.2.4.3 of the Draft ER, Tennessee has included several potential noise mitigation techniques that may be used at modified Compressor Station 315 in order to ensure compliance with the Commission's noise regulation.

- 49. Will there be any need to widen the right-of-way or remove additional trees from the vicinity of either Compressor Station 315 or the rights-of-way just west or east of Compressor Station 315?**

There is no pipeline construction planned adjacent to Compressor Station 315 as part of the Project, and thus there is no need to either widen the ROW or remove additional trees in the vicinity of the compressor station or on the ROWs east and west of the compressor station.

Pamela M. O'Neil – 3/3/09 – Station 303

- 50. Many in the neighborhood are concerned with noise levels as well as the aesthetics of the project. Is it possible to plant a perimeter of pines around the building? They have a shallow root system. That would help with both concerns. (We will be able to see the building from our home as well as hear it.)**

In terms of aesthetics, Tennessee plans to locate proposed Compressor Station 303 far enough from Meadow Church Road, the public road which is adjacent to the southern boundary of the property on which the proposed compressor station will be built, so that the compressor station is not readily visible from the road. In addition, Tennessee plans to plant a row of trees along the road frontage in order to provide additional visual screening for the compressor station. In terms of noise levels, Tennessee will design the new compressor station to ensure compliance with the Commission's noise regulation governing interstate gas transmission compressor stations, which limits compressor station noise contributions to no more than 55 dB(A) day-night average (L_{dn}) at the nearest NSA. Several potential noise mitigation measures that may be utilized to ensure compliance with this regulation have been included in Section 9.2.1.3 of Resource Report 9 of the Draft ER.

- 51. Safety is another issue. It is somewhat disconcerting to receive info on what to do in case of 'catastrophe' before the project has begun. This is from a neighborhood which does not have even access to natural gas to our homes to be concerned with!! What can you do to alleviate these concerns?**

New Compressor Station 303 will be designed, constructed, and operated in accordance with applicable DOT regulations. The DOT regulates pipeline safety with respect to operations and maintenance of facilities. Tennessee monitors its facilities on a continuous basis (365 day/year, 24 hours/day, 7 days/week) and continually inspects its facilities for integrity and compliance in accordance with DOT regulations. Additionally, Tennessee's operations group provides annual public awareness and education training to prevent third-party damage to its facilities due to excavation and development.

- 52. Ironically, what you may be most interested in is the habitat of an endangered species. (We know from experience that there is little concern for endangered humans!) The Massasauga or pygmy rattle snake makes its home here. In fact, the very field that has been ear marked as suitable for this project has always been the prime hunting ground for this unwelcome neighbor.**

Correspondence to the Pennsylvania Fish and Boat Commission ("PA FBC") has requested surveys for the Eastern Massasauga Rattlesnake on the proposed location for Compressor Station 303 by a qualified biologist with previous experience conducting surveys for the Eastern Massasauga Rattlesnake. These surveys will be conducted in spring 2009 and the results will be made available to the PA FBC.

Richard L. Shockey, DCNR Bureau of Forestry – 3/3/09

53. **Our office reviews plans for threatened and endangered plants. The 300 Line Project has been reviewed by our office and a plant survey has been requested. I recently received a review request for the looping lines and additional components and/or new compressor stations. I have a call into John Zimmer of AECOM as I need additional information to review the additions to the project.**

Surveys for threatened and endangered plants will be conducted in 2009. The results of these surveys will be submitted to the PA DCNR. AECOM will continue to coordinate with Richard Shockey throughout the duration of the 2009 field season.

Aurie and Wilma Tamboer, Landowner - 3/3/09

(618 Cardeza Ave., Brielle, NJ)

54. **We own 40 acres of property in Springville, Pa. The existing Tennessee Gas pipeline crosses the northern area of our property. Near the eastern border of our property on the northern edge of the pipeline right of way, a year round flowing spring originates and flows southward across the pipeline. It is requested that care be taken during the new pipeline construction to insure that this surface spring flow is maintained intact after pipeline construction.**

The ECP found in Volume IIA, Appendix D of the Draft ER details erosion and sedimentation control practices and other techniques to be implemented during construction to ensure that no adverse impacts to wetland, waterbody, and spring resources result from the Project. Additionally, Tennessee will require an Environmental Inspector be on-site during all wetland and waterbody crossing to ensure that BMP are followed. Tennessee's land department will incorporate this commenting landowner's concerns regarding the spring into the Project line list to identify special construction techniques that may be needed.

Phil Grottendick, Landowner– 3/5/09

(13 Eric Trail, Sussex NJ)

55. **I object to the proposed project by the Tennessee Gas Pipeline (TPG) Company because the current easement does not cover expansion or other non-essential type work. In addition, if this project is approved by the FERC my privacy, property, and property value would all be impacted.**

The commenting landowner is located at the northwest quadrant of the intersection between the existing pipeline ROW and an existing road. The proposed pipeline will be installed south of the existing pipeline, on the opposite side of the landowners' residence, thereby minimizing construction impacts to the property. Reference Line List No. 7044 submitted with the Draft ER. Tennessee will address issues regarding the scope of current easements on an individual landowner basis.

- 56. In 2001 TGP replaced the existing pipeline, and due to that project I lost numerous bushes, foliage and wild growth, and many mature trees. As a result, much of the privacy I enjoyed was lost, my property's aesthetics were negatively affected, and the property value reduced. Although I received a nominal amount as compensation from TPG, the loss sustained to my property was irreplaceable.**

In determining value for damages, Tennessee relies on input from members of the real estate profession, agricultural specialists, including coops and market bulletins, foresters, appraisers and landscapers. Tennessee's goal is to make landowners whole for any damage to the property. Tennessee will engage in good faith negotiations with this landowner (as it does for all affected landowners) in an effort to address his concerns.

- 57. The planned project to place an additional pipeline adjacent to the current one, but with a 25' offset will have another, more severe impact to my property and privacy to which I strongly object. Request the project be disapproved by the FERC, because it is not necessary and is not in the public's best interests. If the FERC insists on approval of this project, request all other alternatives be explored to determine the effects on personal property, wildlife, water quality, the environment, and aesthetics of the area to ensure these issues are considered first. If necessary legal assistance will be sought if I'm not satisfied with the outcome of this matter.**

Resource Report 1, Section 1.1.1 in the Draft ER provides a discussion regarding the purpose and need for the Project. Additionally, Tennessee has explored several alternatives to the proposed alignment. These alternatives are available for public review and can be found in Resource Report 10 of the Draft ER.

NJ DEP Division of Parks and Forestry – Jeanne Mroczko, Acting Director – 3/5/09

- 58. Exactly what DPF lands will be impacted (by municipality, block and lot)?**

Tennessee proposes to parallel its existing pipeline over the following DPF properties:

- Line List Numbers 7114 / 7115 / 7117 – State of NJ DEP – Hamburg Mountain WMA
- Line List Numbers 7184 / 7185 / 7186 / 7191 / 7193 / 7194 – State of NJ DEP – Long Pond Ironworks State Park
- Line List Numbers 7146 through 7149 / 7151 / 7153 / 7154 – State of NJ DEP – Wawayanda State Park

59. What lands will be disturbed by the construction and will these areas be restored?

New Jersey Division of Parks and Forestry land crossed by the Project, as detailed in Figure 8.3-1G and in Resource Report 8, Section 8.3.1.1.2 of the Draft ER, is summarized below:

- Waywayanda State Park – Approximate MP 8 – 10
- Bearfoot Mountain Natural Area and State Park – Approximate MP 10-12
- Longpond Ironworks State Park – Approximate MP 14-16
- Monksville State park – Approximate MP 16.0- 17.26

The ECP (Volume IIA, Appendix D) submitted with the Draft ER discusses construction and restoration practices to be implemented throughout Project construction. Additionally, an Environmental Inspector will be on-site during all wetland and waterbody crossings to ensure that BMP are followed.

60. Will there be detrimental effects on the habitat of threatened or endangered species?

Tennessee has sited the Project almost entirely within its existing ROW to minimize new environmental disturbance. Surveys for state and federally listed threatened and endangered species began in 2008 and will be completed in 2009. Volume IV, Appendix S, Rare Species Habitat Assessment and Survey Protocols, submitted with the Draft ER, identifies the methods to be implemented during surveys. Areas that are identified as providing habitat for state and/or federally listed species will be considered and treated as sensitive environmental areas. Tennessee will be working cooperatively with all applicable federal and state agencies and other interested stakeholders to prevent adverse impacts to any threatened or endangered species. The ECP found in Volume IIA, Appendix D of the Draft ER discusses construction techniques to be implemented in these areas. The results of the surveys will be made available to applicable state and federal agencies. An Environmental Inspector will be on-site throughout construction of the Project to further ensure that the ECP and BMPs are followed.

61. Has the TGP Company submitted a data request to and received a response from the New Jersey Natural Heritage Program to identify occurrences of rare plants, animals and ecological communities along the pipeline route?

Tennessee sent a data request to the New Jersey Natural Heritage Program on August 22, 2008 and received a response on September 10, 2008. This correspondence has been included in Volume IIA, Appendix B of the Draft ER.

62. Will the project entail tree cutting, which would trigger No Net Loss Compensatory Reforestation requirements pursuant to N.J.S.A. 13:1L-14.1 et seq.? If so, has the TGP Company accepted responsibility for conforming with these requirements?

The Project would trigger New Jersey's No Net Loss Compensatory Reforestation requirements. Tennessee will conform to the requirements set forth by N.J.S.A. 13:1L-14.1 et seq.

63. Will the project require access routes and staging areas, which could impact natural and cultural resources?

The Project will require access roads and staging areas. During construction, pre-existing private roads located on park property will be utilized. New access roads will not be used within lands owned by the DPF. Staging areas will be located adjacent to the proposed construction workspace, thereby minimizing environmental impacts.

64. Will the project result in run-off or have other effects that could impact water quality?

The ECP found in Volume IIA, Appendix D of the Draft ER discusses mitigation techniques to be employed throughout construction activities to minimize adverse effects to water quality. Additionally, BMPs will be implemented during construction activities and an Environmental Inspector will be on-site during all wetland and waterbody crossings to ensure that no adverse impacts to water quality result from the Project.

65. Since it appears a new pipeline loop would be constructed across the Monksville Reservoir, which lies adjacent to lands managed by Ringwood State Park, how will the reservoir and surrounding parkland be affected?

The pipeline will be installed across the Monksville Reservoir using the HDD method of installation. The pipeline will be drilled under the Monksville Reservoir, which will not impact the reservoir itself. The drill entry and exit sites will be located on Ringwood State Park property and will require more workspace than the typical construction ROW. However, the HDD workspace for the entry and exits sites as well as the required drag section workspace will be located adjacent to and within the existing pipeline easement.

66. Will there be view-shed impacts?

Only minimal impacts to the view-shed will result from the Project. Tennessee's existing permanent easement will be widened in some areas to allow for the new pipeline, which may result in impacts to the view-shed. There are no view-shed impacts associated with modifications to the aboveground facilities as the proposed modifications do not include the construction of additional buildings.

67. The pipeline passes near, if not through, Long Pond Iron Works Historic District. Will the historic district be adversely affected?

The Long Pond Iron Works Historic District will not be adversely affected as a result of the Project. Resource Report 4 of the Draft ER contains summaries of cultural resources identified within the Project area and also includes consultations with the SHPO.

68. Will the construction interfere with use of State Park lands by members of the public?

Construction will be limited to approved construction workspaces. In areas where the public could potentially be impacted, HDD installations will be utilized to mitigate any impacts.

69. Will roadways need to be closed for periods during construction?

The pipeline construction will abide by the New Jersey Traffic Control Plan where applicable (See Volume IIA, Appendix H of the Draft ER). Access roads used during construction will accommodate public use where permitted or authorized.

70. Are there potential public safety issues that need to be addressed?

Rock blasting may be utilized in areas where the trench cannot be excavated using conventional techniques. In such areas, construction will adhere to the approved Blasting Plan and state and federal permit requirements.

71. We need to know whether the TGP Company has existing easements or leases on the State-owned lands. If not, the TGP Company will need to apply to the New Jersey DEP for approval for the diversion of parkland pursuant to DEP regulations. If approved, the TGP Company will then need to enter into new leases with the DEP. Because we have not yet engaged with the TGP Company in any serious dialogue about the State property rights that would be needed for this project, we cannot yet commit to obtaining the necessary approvals to convey those property rights in a timeframe that is compatible with TGP Company's timeline for this project.

Tennessee maintains both permanent easements as well as various license agreements over New Jersey state-owned lands. Tennessee's initial approach has been to obtain permission to conduct its required surveys on these properties, then to engage in discussions regarding the process to obtain additional rights that it may need. Tennessee commenced these discussions as of April 8, 2009.

Vaughn Flower, Landowner – 3/6/09**72. The property is located in Springville Township. When the original pipeline was laid they removed 50' width of stone walls that were put up over a hundred years ago and were never put back. The way the survey is laid out it looks as if there going to remove another 50' width of three walls in which streams run through and by them. Are these walls and streams going to be put back to their original state?**

Tennessee will replace the stone walls disturbed as a result of this Project, per the specific land owner agreement. Tennessee shall conduct all stream and wetlands crossings in accordance with any and all permits issued for the Project.

Katherine Dodge, Northeast PA Audubon Society – 3/6/09

- 73. The Board of Directors has strong concerns regarding the fragmentation that will take place with the drilling activity itself and the consequent intrusion of the habitat being opened to introduction of invasive species of all kinds.**

The Project involves the construction and installation of facilities to transport natural gas only. No aspect of the Project includes natural gas supplies, drilling or other exploratory activities. Regarding invasive species, Tennessee is required to monitor the affected construction areas following completion of construction and must meet minimum “success” rates regarding area coverage of native/indigenous species. Areas that do not meet the success standards are required to be mitigated such that the standards are met.

- 74. Although the pipeline does not go through the Upper Delaware Important Bird Area, it will, if expanded, surely bring invasive species closer and discourage neo-tropical migrants from breeding in adjacent, fragmented habitat.**

As part of the U.S. Army Corps of Engineers permitting process, Tennessee will be submitting a bird survey that addresses adverse impact to the Upper Delaware Important Bird Area and other ecologically important areas not within or immediately adjacent to the Project area but that could be impacted by the Project.

- 75. The Board of Directors of the Northeast PA Audubon Society would caution further expansion of the current right of way along the Tennessee pipeline and encourage less invasion of the areas already under heavy disturbance by gas drilling.**

As part of the U.S. Army Corps of Engineers permitting process, Tennessee will be submitting a bird survey that addresses adverse impact to the Upper Delaware Important Bird Area and other ecologically important areas not within or immediately adjacent to the Project area but that could be impacted by the Project.

Lawrence J. Joseph ESQ – 3/6/09

On behalf of APA Watch, Inc., its rural noise-control task force, and Charles B. Grove III (collectively, the Task Force)

76. The Task Force submits that the National Environmental Policy Act (“NEPA”) compels the Federal Energy Regulatory Commission (“FERC”) must prepare an environmental impact statement (“EIS”) for the Project to address the following impacts and related environmental issues:

- **Noise and air-emission impacts, particularly on noise-sensitive areas, residences and recreational areas;**
- **Alternative locations;**
- **Impacts on the endangered Indiana Bat; and**
- **Improper segmentation of related federal and state projects.**

The Commission is the lead federal agency responsible for complying with the requirements of the NEPA prior to issuance of a certificate of public convenience and necessity for Tennessee’s proposed Project. Regulations implementing the Commission’s procedures under the NEPA are located in Part 380 of Title 18 of the Code of Federal Regulations, 18 C.F.R. Part 380 (2008). These regulations supplement the regulations of the Council on Environmental Quality, 40 C.F.R. Parts 1500 through 1508.

The Commission, on February 4, 2009, issued a notice in Tennessee’s pre-filing proceeding, Docket No. PF09-1-000, indicating its intent to prepare a draft EA for the Project. Tennessee, as part of its application for a certificate of public convenience and necessity for the Project, must submit to the Commission an Environmental Report (“ER”), as described in Section 380.12 of the Commission’s regulations. Tennessee has submitted its Draft ER to the Commission for review and comment, and the Final ER will be submitted with Tennessee’s certificate application for the Project. The Final ER submitted by Tennessee will be used by the Commission in its preparation of the EA. The Final ER to be submitted by Tennessee and the EA to be prepared by the Commission will address all of the issues raised by the Task Force in its comments. Noise and air emission impacts will be fully addressed in the required Resource Report 9, Air and Noise Quality. With regard to alternative locations, Tennessee is required to submit in Resource Report 10, Alternatives a comprehensive analysis of alternatives to the Project, including comparisons of environmental impacts of any such alternatives to those of the proposed Project.

With regard to threatened and endangered species, Tennessee is required to submit comprehensive information on all such species. This information, including the results of consultations with the U.S. Fish and Wildlife Service, will be provided in Resource Report 3, Fish, Wildlife, and Vegetation. The Indiana Bat will be one of the species addressed in that section of the Final ER. Surveys for the Indiana Bat began in 2008 and will be completed in 2009. All construction and mitigation activities conducted in Indiana Bat habitat will comply with all applicable federal regulations. The Rare Species Habitat Assessment and Survey Protocols in Volume IV, Appendix S of the Draft ER discuss the federal regulations and survey protocols for the Indiana Bat. The results of the 2008 and 2009 surveys will be submitted to the US Fish and Wildlife Service and the applicable state agencies.

In addition, Tennessee will be requesting authorization from the Commission to construct and operate the Project facilities, which are interstate natural gas pipeline facilities associated with its existing pipeline system. The entirety of Tennessee’s proposed Project is described in the Draft ER in Resource Report 1, General Project Description, and will be finalized in the Final ER. As an interstate pipeline, Tennessee is

in the business of transporting, storing, and delivering natural gas for shippers, its customers. As discussed in Resource Report 1 of the Draft ER, Tennessee, in addition to the Project facilities, is proposing the installation of minor new utilities and associated ROW to connect existing electrical and communications utilities in the vicinity of its new Compressor Station 310 and existing Compressor Station 313. Compressor Station 310 will require utilities' construction alongside an existing access road that is approximately 2 miles in length in order to bring the services into the station property. Compressor Station 313 will require a new 115kV power transmission line to be constructed along new utility ROW approximately 0.5 miles in length to serve the new 6,500 hp electric motor driven compression to be installed at that station. Other than these minor non-jurisdictional projects which have been disclosed, Tennessee is not proposing any federal or state projects related to its Project, so there are no improper segmentation issues to address.

Tennessee has addressed the issues raised by the Task Force in its Draft ER and will, following comments from the Commission Staff, finalize and submit the Final ER with the certificate application for the Project. The Commission, through the preparation of the EA for the Project, will address all of the issues raised by the Task Force in this comment. Other than the conclusory statement that the Commission "must" prepare an EIS for this Project, the Task Force has not presented any evidence to demonstrate that its concerns will not be addressed by the Commission through the EA process.

77. FERC should recognize these deer camps as more noise-sensitive than many permanent city residences, which both the background noise and lack of desire for tranquility make far less noise-sensitive than the Project's piece of McKean County.

As noted above in its response to Comment 76, Tennessee must prepare and submit a comprehensive report on air and noise quality (Resource Report 9, Air and Noise Quality) as part of the ER for the Project. Among other things, the Commission's regulations require a quantitative estimate of the impact of the Project on noise levels at noise-sensitive areas, such as schools, hospitals or residences. Such estimate must demonstrate that the Project will comply with applicable noise regulations and show how the proposed facilities will meet the Commission's noise limitation. With respect to noise issues, Tennessee believes that the Commission's regulations do not distinguish between rural and urban locations.

78. FERC or CEQ should amend their NEPA regulations to include vacation dwellings in sylvan settings, such as the affected "deer camps," within a definition of "Noise Sensitive Areas." Whether or not the regulations define "noise-sensitive area" as indicated, FERC should consider the noise impacts on these rural retreats from urban settings as unreasonable and requiring the consideration of noise mitigation, project relocation, and alternate designs of the compressor station.

Tennessee is participating in the Commission's pre-filing process and will file its certificate application with the Commission for the Project. Both the pre-filing process and the certificate docket are proceedings in which an applicant seeks authority from the Commission to perform certain activities involved in the interstate transportation of natural gas. Tennessee, through the pre-filing and certificate processes, will comply with all applicable current laws, rules, and regulations, including the Commission's noise limitation.

This individual pre-filing proceeding is not the appropriate vehicle for the Commission to consider revisions to its existing regulations. The more appropriate forum would be a rulemaking proceeding, in which all interested industry participants would have the opportunity to review and provide comments on any proposed changes to Commission regulations.

- 79. Several alternate locations would involve lesser impacts on noise-sensitive areas, see Ex.1, while still providing similar access to existing roads. FERC needs to invoke the EIS process to consider these alternatives fully. The enclosed exhibits include coordinates for alternate project locations.**

As noted above, alternatives to the Project, including alternative locations to the new compressor station sites, are addressed by Tennessee in its Resource Report 10 of the Draft ER. Additionally, Tennessee has submitted as part of the Draft ER Resource Report 9 which addresses Air and Noise Quality. These reports, which will be finalized and submitted as part of the Final ER to be submitted with the certificate application, will be reviewed by the Commission as part of its preparation of the EA for the Project. Tennessee believes that the Commission's EA will adequately address the issues regarding noise and alternative locations.

- 80. FERC should consider alternate Project locations that move the Project further away from noise-sensitive areas, deer camps, residences, and outdoor recreational areas.**

See Tennessee's responses to Comments 76 through 79, above.

- 81. FERC needs an EIS to consider mitigating noise - For the reasons specified in the other sections, FERC must consider project alternatives that will lessen the Project's noise impacts. For example, the Project could be relocated to nearby power lines and electrified to eliminate all noise (and air emissions) associated with the Project. Alternatively, other fuels (e.g., natural gas) may also lessen the noise impacts. Finally, even with diesel compressors, different Project design alternatives would have greater or lesser noise impacts. All of these alternatives require the consideration that an EIS would provide.**

As previously stated, the Commission's EA will address noise mitigation, following review of Tennessee's Resource Report 9, Air and Noise Quality. The EA will also address Project alternatives, following review of Tennessee's Resource Report 10, Alternatives. The Task Force has not demonstrated why the EA process is not sufficient to address the Task Force's issues. In addition, the Task Force seems to be under the impression that Tennessee proposes to install diesel-powered compressors or generators. Tennessee is proposing to install at new Compressor Station 310 (the McKean Compressor Station) a compressor powered by a natural gas fired turbine engine. The unit will be installed and operated in compliance with the Commission's regulation on noise limitation, as well as existing state and local noise laws. The Task Force suggests that electric drive units should be considered because such units would eliminate all noise. Tennessee notes that electric-drive compressor units, while generating noise that is different from other types of units, can be equally noisy.

- 82. Even if FERC retains the current location for the McKean Compressor Station, FERC should consider noise mitigation alternatives. In addition, FERC should consider possible locations that would enable the use of less noisy power sources other than diesel.**

See Tennessee's responses to Comments 76 through 81, above.

- 83. FERC needs an EIS to consider mitigating air emissions - Pennsylvania is located in an ozone transport area under the federal Clean Air Act, and diesel compressors emit oxides of nitrogen ("NOx"), a precursor along with volatile organic compounds to ozone pollution. 42 U.S.C. §7511a(c)(2)(C). FERC should consider project alternatives, such as the electric project identified in the prior section, that would mitigate or eliminate NOx emissions that contribute to violations of the National Ambient Air Quality Standards for ozone. Diesel compressors also emit hazardous air pollutants, which other compressors (e.g., natural-gas or electric compressors) would not emit.**

As discussed above, Tennessee is not proposing any diesel compressors or generators for the Project. In order to mitigate air emission impacts, all of the equipment proposed by Tennessee is either natural gas-fired or electric. In particular, the proposed compressor station in McKean County will consist of one natural gas-fired turbine and one small natural gas-fired emergency generator and will be equipped with BAT (Best Available Technology) for NOx emission controls.

The Commission will consider air emissions and alternatives in its EA. Again, the Task Force has failed to demonstrate why an EIS, rather than an EA, is required for consideration of this issue. The proposed compressor station in McKean County will consist of one natural gas fired turbine and one small natural gas-fired emergency generator and will be equipped with BAT (Best Available Technology) for NOx emission controls.

Also, see Tennessee's response to Comment 79, above.

- 84. FERC should consider air pollution mitigation alternatives. In addition, FERC should consider possible locations that would enable the use of power sources that emit less NOx and other pollutants than diesel compressors emit.**

See Tennessee's response to Comment 83, above.

- 85. FERC needs to consider impact on Indiana Bats - Section 7 of the Endangered Species Act (“ESA”) requires FERC to consult with the U.S. Fish and Wildlife Service and National Marine Fisheries Service, as applicable, for project impacts on endangered species. The Indiana bat (“myotis sodalis”) is one such species affected by the Project, including the noise impacts. Such bats are sensitive to noise. See, e.g., New York Department of Environmental Conservation, Indiana Bat Fact Sheet (available at <http://www.dec.ny.gov/animals/6972.html>). As such, the ESA provides an independent basis to consider the Project’s noise impacts.**

Indiana Bat surveys began in 2008 and will be completed in 2009. Any associated noise impacts will be included in the final report to be submitted to the Commission, USFWS, and other applicable state and federal agencies relative to the ESA Section 7 review process.

- 86. ESA requires FERC to consult with other federal agencies on the impact of the Project on the Indiana Bat, which FERC should undertake in conjunction with the EIS process.**

On behalf of Tennessee, AECOM initiated consultation with the USFWS on August 22, 2008 and received correspondence from the USFWS on September 26, 2008. Additionally, Tennessee will continue to work cooperatively with the USFWS in the ESA Section 7 review process.

- 87. FERC needs an EIS to consider segmentation - The gas wells that necessitate the Project increased the need for the Project, and their compressors also generate noise and NOx emissions. In considering the specific Project, FERC must also consider these related projects and determine whether they represent improper segmentation. See, e.g., City of West Chicago v. United States Nuclear Regulatory Comm’n, 701 F.2d 632, 650 (7th Cir.1983). Although the CEQ regulations apply segmentation analysis only at the EIS stage, 40 C.F.R. §1508.25, commentators have suggested including it at the EA stage as well. See Citizens' Committee to Save Our Canyons v. U.S. Forest Service, 297 F.3d 1012, 1028 n.13 (10th Cir. 2002). CEQ and FERC should amend their NEPA regulations to require segmentation analysis, and absent such CEQ regulation FERC should carry out a segmentation analysis as part of the EIS process. Amending the EA process to include segmentation analysis would be consistent with NEPA purpose of preventing project proponents from avoiding environmental review.**

The environmental review of Tennessee’s proposed Project, which involves the construction, installation, and operation of pipeline facilities for the interstate transportation of natural gas, is not improperly segmented from other activities. Tennessee’s Project is subject to the Commission’s jurisdiction and is a federal undertaking subject to NEPA review.

Tennessee is not proposing any other federal or state projects related to the Project, other than the non-jurisdictional projects identified in the response to Comment 75, above. As such there is no need to address any inappropriate segmentation issues as part of the EA for the Project. Tennessee also notes that the exploration and production of natural gas, as well as gathering activities, are not subject to Commission jurisdiction.

- 88. FERC or CEQ should amend their NEPA regulations to include segmentation analysis at the EA stage, as distinct from merely at the EIS stage. In considering the Project, FERC also must consider these related projects, including their environmental impacts and the mitigation of those impacts as alternatives to the Project without such mitigation.**

As discussed above, Tennessee's individual pre-filing and certificate application proceedings for the Project are not the appropriate forum in which to propose and implement new or revised regulations. Tennessee's certificate application for the Project will be consistent with currently applicable laws, rules, and regulations. Any proposed changes to Commission regulations are more appropriately considered in a separate rulemaking proceeding in which all interested industry participants would have the opportunity to review and provide comments on the proposed changes. Also, as discussed above, Tennessee is not proposing any related federal or state projects to the Project, other than those non-jurisdictional related projects already identified, and there are therefore no inappropriate segmentation issues for the Commission to consider.

- 89. The Project's various environmental impacts compel FERC to evaluate the Project with an EIS. In addition, FERC should consolidate its consideration of the Project with (or stay that consideration until) agency action on the systemic issues raised in the related petitions for rulemaking on the NEPA guidelines.**

The Commission's decision to prepare an EA for the Project is consistent with precedent and with the Commission's existing regulations at Section 380.6, 18 C.F.R. § 380.6 (2008). Tennessee does not propose to install a major pipeline using ROW in which there are no existing natural gas pipeline facilities. Tennessee's Project involves construction of pipeline loops in and adjacent to an existing pipeline corridor. Additionally, the issues addressed by the Task Force will be fully addressed in the various resource reports of the Commission's EA. Also, there is no reason presented by the Task Force for the Commission to consolidate its consideration of the Project or delay consideration until agency action on the various issues raised by the Task Force regarding NEPA guidelines. Tennessee's certificate application for the Project will comply with all currently applicable laws, rules, and regulations. Any proposed changes to the Commission's NEPA guidelines are more appropriately considered in a separate rulemaking proceeding, but should not be used to delay consideration of this Project, which is consistent with the currently effective laws, rules, and regulations.

V. Baratta, Robert Holler, Land Owner – 3/9/09

(79 Lower Unionville Road, Wantage, NJ)

- 90. As the sole owners of this property we already have an existing gas line and easement on our property. With the possibility of a second gas line and an additional easement we are concerned about our property value and the salability of our home.**

The construction and operation of the proposed pipeline includes a 50 foot wide new permanent easement on the commenting landowner's property. Tennessee will pay fair market value for any rights it seeks in connection with this Project. Tennessee is not aware of any quantifiable reduction in overall land values beyond any rights it purchases, solely because of the existence of its pipeline facilities.

- 91. If the new line goes 25 feet away from the present line, it might entail the removal of a cement built-in pool. If this takes place there would be no other place on the property to relocate a pool due to septic and well placement.**

Resource Report 10, Section 10.3.1.2.4 of the Draft ER describes the most feasible route alternative proposed in response to landowner concerns. This route alternative is also shown on the Alignment Sheets in Volume IIB, Appendix O. The proposed pipeline will not be installed 25 feet south of the existing line. The route, as proposed, deviates from the existing ROW to avoid several residences and other structures such as barns and pools that are in close proximity to the existing easement. The proposed line deviation follows the property line on the south side, minimizing impacts to the commenting landowner.

- 92. If the new line goes 25 feet away from the present line our barn would have to be taken down. If the town allows us to put another barn somewhere else on the property still remains to be seen. If a new barn is built our taxes will be raised in order to cover a new structure. Not only will this adversely affect our financial situation but also makes the sale of our home more difficult.**

See Tennessee's response to Comment 91 above.

- 93. If the gas line is placed at the edge of our property, the remaining land between the two easements would leave very little room to build on should we decide to use this land for any structural purpose.**

The construction and operation of the proposed pipeline includes a 50 foot wide new permanent easement on the commenting landowner's property. This easement will be bordered by the property line to maximize the landowner's ability to accommodate future developments.

- 94. We have horses that are turned out to pasture on a daily basis. If the new gas line is placed on this parcel of land the horses will have to be relocated during the construction phase and until the land has been reseeded and grows to maturity. This will incur a large expense.**

Tennessee will negotiate with the landowners on an individual basis to accommodate any livestock issues that may arise as a result of construction activities.

- 95. As we suggested to the Tennessee Gas Line Company a tract of open land exists and runs parallel to all the homes on our block. It is located at the rear of all the properties that are being considered. Perhaps this track of land can be used for the new gas line instead of the private properties that are now being considered.**

The property owners impacted by the proposed route of the Project are already impacted by the existing pipeline. Deviating the route onto an undeveloped property will impact additional land owners as well as cause additional environmental impact to undisturbed greenfield land.

- 96. The reason we purchased this home and property was strictly because of its barn, land and amenities. If the situation changes due to the placement of an additional gas line it could possibly destroy our ability to utilize the property for the reasons it was originally purchased.**

The installation of the proposed pipeline will not affect the commenting landowner's ability to access the barn or to utilize the land as a horse pasture.

Delaware Nation of Oklahoma – 3/10/09

- 97. The Delaware Nation of Oklahoma has historical ties in the sites in the counties named for the project. The Delaware nation has found that there have been a number of human remains, funerary objects, and other cultural items discovered in these areas. Due to the cultural sensitivity of the areas in which the properties are proposed, we suggest a geotechnical survey that would assist in determining the existence of any such items in the project area. It is suggested that in keeping with the Delaware Nation Cultural Preservation Policy that the tribe be notified within 24 hours if any discoveries are made. Also, it may be helpful to contact the Cultural Preservation office to discuss the exact location of the project to insure notice of any specific areas of interest.**

Initial correspondence regarding the Project was sent to the Delaware Nation on November 5, 2008. No response has been received to date. Cultural surveys in the Project area began in 2008 and will be completed in 2009 (including geomorphological investigations). In compliance with the Delaware Nation Cultural Preservation Policy, the tribe will be notified within 24 hours if any discoveries are made.

- 98. The Cultural Preservation office would like to be kept informed of the environmental assessment as well as cultural findings.**

Given the sensitive nature of the cultural resource findings, the results of the cultural surveys will not be made available to the public. However, the Cultural Preservation Office may request a copy of the findings at the conclusion of the cultural surveys.

United States Fish and Wildlife Service, NJ Field Office – 3/11/09

In response to Comments 98 through 102, AECOM, on behalf of Tennessee, has been in consultation with the USFWS and will continue to coordinate regarding the issues raised in the USFWS' comments. The NEPA process will not conclude until the completion of the Endangered Species Consultation.

99. A portion of the 325 Loop (the western—most (1.2 mile) is located *within* the foraging range of a known maternity colony of the federally listed (endangered) Indiana bat (*Myotis sodalis*). In addition, a reproductive Indiana bat has recently been documented on the Wallkill National Wildlife Refuge approximately 100 feet from the proposed project route. Via facsimile dated February 5, 2009 (20094-0369), the Service concurred with a draft Indiana Bat Habitat Assessment and Study Plan prepared by Environmental Solutions & Innovations, Inc. (ESI). However, the plan is now being revised by ESI to reflect discussions at our February 10, 2009 meeting, and will be resubmitted for Service review. The Service offers the following preliminary conservation recommendations, which may be revised or refined based on the results of the field study.
- a. Minimize tree clearing along the entire 325 Loop alignment, all of which is within the geographic range of the Indiana bat. Locate access routes and temporary work spaces outside of forested areas.
 - b. Where tree clearing for temporary work space is unavoidable, replant such areas with tree species that will provide suitable roosts (see enclosed list).
 - c. Consider directional drilling under the Wallkill River to minimize forest impacts.
 - d. Preferentially preserve high-quality potential roost trees (see enclosed list), and any occupied roost trees documented through the field study. Include suitable roost tree species in any compensatory mitigation plan.
 - e. Seasonally restrict clearing of trees over 5 inches in diameter at breast height within the breeding range of known maternity colonies, including the western—most 0.2 mile of Loop 325, 5 miles on either side of the Wallkill River, and any additional maternity areas identified through the field study. The restricted season is April 1 through September 30.
100. In our October 8, 2008 letter, the Service recommended surveys for the federally listed (threatened) hog turtle (*Clemmys muhlenbergii*). The Service has reviewed the January 2009 Phase I Bog Turtle Habitat Survey Report prepared by AECOM Inc. The Service concurs with recommendations in the report to proceed with Phase 11 (visual) surveys in four wetland areas (W325-006, -041, -044/0451046, and -063) along the proposed 325 Loop alignment. The Service recommends submission of a draft survey work plan for review.
101. Known occurrence of the bog turtle is located on the Wallkill National Wildlife Refuge, in close proximity to the proposed 325 Loop. Wetlands contiguous with the known occurrence and mapped by the NJDEP Landscape Project as bog turtle habitat are present within the 325 Loop ROW. The Phase I survey found that wetland conditions in the immediate vicinity of the ROW do not meet the criteria for suitable bog turtle habitat. However, if these criteria (suitable soils, vegetation and hydrology) are present anywhere in a wetland, then

the entire wetland is considered bog turtle habitat, regardless of whether or not that portion of the wetland occurring within the project boundaries contains all three criteria. Since the larger wetland area along the Wallkill River is already known to be occupied by hog turtles, the Service does not recommend further (Phase 2-visual or Phase 3-trapping) surveys in this location. Instead, the Service recommends evaluating directional drilling under the Wallkill River to minimize wetland and potential bog turtle impacts. If open-cut installation is necessary, the Service offers the following preliminary conservation recommendations for work in the vicinity of the Wallkill River. These recommendations may be revised or refined based on specific construction plans.

- a. Preferentially locate access mutes and temporary work areas outside of wetlands.
 - b. Seasonally restrict work from April 15 to September 15.
 - c. Install two rows of silt fencing around work areas, with daily inspection and maintenance. Provide inspection and maintenance records to the Service monthly or upon request.
 - d. Have work areas inspected by a recognized, qualified bog turtle surveyor during silt fence installation. Have the surveyor provide information to those individuals responsible for daily inspection and maintenance of the silt fence regarding bog turtle identification and signs of turtle activity. If a bog turtle is found during fence installation or during construction. Stop work and contact the Service immediately. Do not move any bog turtle except to avoid imminent injury.
 - e. Thoroughly wash construction equipment offsite before use to prevent introduction of invasive species. Since invasive species (reed canary grass (*Phalaris arundinacea*) are already present in the time, wash construction equipment again prior to use in other wetland areas.
 - f. Promptly re-vegetate all areas of disturbance with native species, including temporary work and access areas as well as permanent ROW areas. Monitor and maintain successfully established native vegetation and control invasive species for at least 2 years
 - g. Minimize use of motorized vehicles. Use the lightest weight equipment possible, and use mats to minimize soil compaction in wetlands.
102. The proposed project may adversely affect the federally listed Indiana bat and/or bog turtle. Therefore, further consultation with the Service is necessary pursuant to Section 7 of the ESA. through the informal consultation process, the Service will work cooperatively with Tennessee to minimize adverse effects to federally listed species. If adverse effects cannot be completely avoided, formal consultation with the Federal Energy Regulatory Committee will be necessary. The formal consultation process requires 135 days following receipt of a complete initiation package. The regulations governing interagency consultations (50 CFR §402.14(c)) are clear in describing the information that a federal agency must provide within a formal consultation initiation package. The initiation package must include: A description of the action to be considered;
- a. a description of the specific area that may be affected by the action;
 - b. a description of any listed species or critical habitat that may be affected by the action;
 - c. a description of the manner in which the action may affect any listed species or critical habitat and an analysis of any cumulative effects;

- d. relevant reports, including any environmental impact statement, environmental assessment, or biological assessment prepared; and,
- e. any other relevant available information on the action, the affected listed species, or critical habitat.

103. The NEPA process may not conclude (e.g., with a Finding of No Significant Impact) until ESA consultation has been completed. Except for the above-mentioned species, no other federally listed or proposed threatened or endangered flora or fauna are known to occur within the vicinity of the proposed project.

Pennsylvania Fish and Boat Commission – 3/17/09

104. The Pennsylvania Fish and Boat Commission (PFBC) Natural Diversity Section has not been contacted regarding this project but based on our preliminary review of public documents there is a potential of direct conflict with our state endangered, federal candidate species: the eastern massasauga rattlesnake (*Sistrurus catenatus catenatus*). Our office must be contacted by the applicant to resolve this conflict. The eastern massasauga is the smallest of Pennsylvania's three venomous snake species. The massasauga is a mild mannered rattlesnake of wetlands and nearby upland areas. They are restricted to the northwest region of the state where preferred relict prairie habitat remains. The massasauga is presently threatened by the filling, draining and disturbance of wetlands and the conversion of preferred upland habitat for agricultural purposes, urbanization, highway construction and surface mining. Massasauga populations are declining nationwide. As a consequence, the U.S. Fish & Wildlife Service has recently updated the eastern massasauga as a candidate species. Due to the nature of the proposed project, environmentally disruptive activities may alter or disturb the habitats of the eastern massasauga if they occur on-site.

Tennessee initiated consultation with the PA FBC regarding Compressor Stations 303 and 310 on October 15, 2008 and received a reply from the from the PA FBC on December 3, 2008. Volume IIA, Appendix B to the Draft ER contains agency correspondence regarding the Project. The PA FBC indicated that there were no state-listed species associated with Compressor Station 310 but that Eastern Massasauga Rattlesnake habitat may be present within the proposed location for Compressor Station 303. In accordance with the PA FBC and USFWS recommendations, surveys for the Eastern Massasauga Rattlesnake will be conducted in 2009. The results of these surveys will be forwarded to the USFWS and PA FBC.

- 105. Given the status and sensitivity of the eastern massasauga, we will need more information to allow for a more thorough evaluation of potential adverse impacts from the proposed project to the eastern massasauga. Items such as project narrative, basic site plans, aerial maps of the general area, wetland delineation reports including wetlands/waterways and acreage to be impacted, general habitat descriptions, and on-site color photographs keyed to a site map or diagram will be needed for our review. Pending the review of this information a survey for the species of concern may be warranted.**

Surveys for the Eastern Massasauga rattlesnake will be conducted in 2009. The results of these surveys will be submitted to the Commission, PA FBC and USFWS. All other information requested in this comment has been included in the Draft ER for the Project.

Attachment A

Plan and Profile T.G.P. 24" Line No. 300-1 Lake Conway Community Association

