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April 30, 2015

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

Re: Request for Pre-Filing Review
Millennium Pipeline Company, L.L.C.
CPV Valley Lateral Project

Dear Ms. Bose:

Pursuant to Section 157.21(b) of the regulations of the Federal Energy Regulatory Commission (“Commission”),¹ Millennium Pipeline Company, L.L.C. (“Millennium”) hereby requests approval from the Director of the Commission’s Office of Energy Projects to commence the pre-filing review process with respect to Millennium’s proposed CPV Valley Lateral Project (“Project”). Representatives of Millennium met with Commission Staff to discuss the Project and Millennium’s use of the pre-filing review process. Upon completion of the pre-filing review, Millennium will file an application with the Commission for authorization to construct the Project under Section 7(c) of the Natural Gas Act (“NGA”).²

The Project consists of the installation of an approximately 8-mile long lateral from Millennium’s mainline in Orange County, New York to the site of a new natural gas combined-cycle electric power generator located in the Town of Wawayanda, New York (“CPV Valley Energy Center”), capable of generating upwards of 650 MW, that is being developed by CPV Valley, LLC (“CPV”). The Project will provide for the transportation of approximately 130,000 dekatherms per day (“Dth/day”) of natural gas from Millennium’s mainline to the CPV Valley Energy Center.

Pursuant to Section 157.21(d) of the Commission’s regulations,³ Millennium provides the following detailed Project information in support of its request:

¹ 18 C.F.R. § 157.21(b) (2014).

² 15 U.S.C. § 717f(c) (2012).

³ 18 C.F.R. § 157.21(d).



1. A description of the schedule desired for the project including the expected application filing date and the desired date for Commission approval.

To satisfy its commitments to CPV under the precedent agreement for the construction of the Project, Millennium is proposing an in-service date of April 15, 2017 for the Project. To complete the proposed Project and place the facility into service by this date, Millennium anticipates filing a certificate application for the Project under Section 7(c) of the Natural Gas Act in November 2015 and requests that the Commission issue an order approving the Project by August 11, 2016.

Millennium requests that the Commission set a schedule for review of the Project consistent with the following milestones:

Schedule	Milestone
April 30, 2015	Pre-filing request submitted
November 20, 2015	Submit Section 7(c) Application
August 11, 2016	Requested date for FERC Final Order
September 2016	Commence Project construction
April 15, 2017	Place Project facilities into service

2. For LNG terminal facilities, a description of the zoning and availability of the proposed site and marine facility location.

No LNG terminal facilities are related to or proposed as part of the Project.

3. An explanation of why the prospective applicant is requesting to use the Pre-Filing process.

Millennium is seeking to participate in the Commission’s pre-filing review process to facilitate the early identification of affected parties and environmental issues and the timely resolution of concerns in consultation with Commission Staff and Project stakeholders. Comments received from the Commission Staff on Millennium’s draft Resource Reports will minimize the number of technical and environmental data requests necessary once Millennium’s certificate application is filed. The pre-filing review process will also establish a coordinated schedule for a complete and thorough environmental review, which will enable Millennium to achieve its planned in-service date of April 15, 2017 for the Project facilities.



4. A detailed description of the project, including location maps and plot plans to scale showing all major plant components, that will serve as the initial discussion point for stakeholder review.

The Project will involve the installation of approximately 8 miles of lateral pipeline between Millennium’s mainline in Orange County, New York and the CPV Valley Energy Center in Waywayanda, Orange County, New York. The Project will not require any additional construction or modification to the existing Millennium system.

The general location of proposed lateral pipeline is illustrated on the map provided as Attachment 1. As part of the pre-filing review process, Millennium is committed to continuing its review of the route alignments with stakeholders and working to accommodate their concerns. As Millennium continues these ongoing efforts to refine and finalize the route alignments, updates to the map will be submitted to Commission Staff.

The Project will be designed to transport approximately 130,000 Dth/day of natural gas from Millennium’s mainline to the CPV Valley Energy Center. In March 2015, Millennium executed a binding precedent agreement with CPV for the entire capacity of the Project.

5. A list of the relevant federal and state agencies in the project area with permitting requirements. The filing shall include a statement indicating:

- (i) That those agencies are aware of the prospective applicant's intention to use the pre-filing process (including contact names and telephone numbers);**
- (ii) Whether the agencies have agreed to participate in the process;**
- (iii) How the applicant has accounted for agency schedules for issuance of federal authorizations; and**
- (iv) When the applicant proposes to file with these agencies for their respective permits or other authorizations.**

Millennium has contacted federal and state agencies regarding the Project to provide information about the Commission’s pre-filing review procedures, to discuss the agencies’ respective permitting requirements, and to solicit the participation of federal and state agencies in the pre-filing review process. The table included as Attachment 2 identifies and provides contact information for the relevant federal and state agencies with potential permitting requirements for the Project. The table also summarizes the results of Millennium’s consultations with the affected agencies.

Millennium has incorporated the agency-specific schedules for issuance of required authorizations into its overall Project schedule and expects to receive these authorizations prior to the commencement of construction. Millennium plans to file applications for applicable federal and federally-delegated permits on or before the date it files the NGA Section 7(c) certificate application.



6. A list and description of the interest of other persons or organizations that have been contacted about the project (including contact names and telephone numbers).

Millennium has begun meeting with various stakeholders, including local, state, and federal officials, to identify and address potential concerns with the Project. A list identifying the stakeholders that have been contacted about the Project is provided as Attachment 3. Millennium will continue its public outreach efforts throughout the pre-filing period, keeping stakeholders and other interested parties informed of the Project.

7. A description of what work has already been done, e.g., contacting stakeholders, agency consultations, project engineering, route planning, environmental and engineering contractor engagement, environmental surveys/studies, and open houses. The description shall also include the identification of the environmental and engineering firms and subcontractors under contract to develop the project.

A. Stakeholder Contact. Information regarding Millennium's stakeholder contact efforts is included in Attachment 3.

B. Agency Consultations. Attachment 2 includes information regarding Millennium's consultations with federal and state agencies about the Project.

C. Project Engineering. Millennium has contracted AECOM to provide engineering services for the project. AECOM has completed project route analysis, preliminary design parameters and calculations, preliminary constructability reviews and construction methods determination, field reconnaissance.

D. Environmental and Engineering Contractor Engagement. Millennium has retained TRC Environmental Corporation as its environmental contractor and AECOM as its engineering contractor.

E. Environmental Surveys/Studies. A desktop review of available information has been conducted for the proposed route and several alternative routes to identify potentially sensitive environmental resources. Resources reviewed included federally and state-listed threatened and endangered species, wetlands and waterbodies, existing land use and topography, and soils. Field visits were conducted to assess the general site conditions. Field surveys are being conducted during the summer of 2015 to provide refined data for the application.

F. Site Control. Millennium has received survey permission from a majority of the landowners along the currently identified preferred route in order to perform the required civil, environmental, and cultural surveys. If route variations are required based on survey findings, Millennium will request survey permission from any additional affected landowners (if applicable). Once a route is determined for the NGA § 7(c) filing, Millennium will begin the process of obtaining, on a consensual basis, the land rights needed to construct, own and operate the Project.



8. **For LNG terminal projects, proposals for at least three prospective third-party contractors from which Commission staff may make a selection to assist in the preparation of the requisite National Environmental Policy Act (“NEPA”) document.**

No LNG terminal facilities are related to or proposed as part of the Project.

9. **For non-LNG natural gas facilities, proposals for at least three prospective third-party contractors from which Commission staff may make a selection to assist in the preparation of the requisite NEPA document, or a proposal for the submission of an applicant-prepared draft Environmental Assessment as determined during the initial consultation described in paragraph (c) of Section 157.21.**

To provide administrative assistance to the Commission Staff during the pre-filing review and certificate proceeding, Millennium will provide a third-party environmental contractor to assist Commission Staff in completing the review process. Millennium conducted an RFP soliciting proposals for a third-party contractor. Contemporaneously with this filing, Millennium is providing Commission Staff with the top three proposals received in response to the RFP.

10. **Acknowledgement that a complete Environmental Report and complete application are required at the time of filing.**

Millennium acknowledges that a complete Environmental Report and a complete NGA Section 7(c) certificate application are required at the time of filing. Millennium plans on submitting the final Environmental Report and the application in November 2015.

11. **A description of a Public Participation Plan which identifies specific tools and actions to facilitate stakeholder communications and public information, including a project website and a single point of contact. This plan shall also describe how the applicant intends to respond to requests for information from federal and state permitting agencies, including, if applicable, the governor's designated agency for consultation regarding state and local safety considerations with respect to LNG facilities.**

Millennium has developed a comprehensive Public Participation Plan, provided as Attachment 4, setting forth Millennium's efforts to facilitate stakeholder communication and to provide effective public outreach for the Project.

Millennium has established a toll-free number, (877) 745-5615, to facilitate stakeholder communications regarding the Project. Michael Armiak will serve as the primary contact for the public regarding the Project and can be reached by email at



armiak@millenniumpipeline.com or by telephone at 845-645-1176. Information about the Project will also be available on Millennium's public website, at www.millenniumpipeline.com, throughout the pre-filing review process and certificate proceeding.

12. Certification that a Letter of Intent and a Preliminary WSA have been submitted to the U.S. Coast Guard or, for modifications to an existing or approved LNG terminal, that the U.S. Coast Guard did not require such information.

No LNG terminal facilities are related to or proposed as part of the Project.

Accordingly, Millennium hereby requests that the Director of the Office of Energy Projects approve Millennium's request to use the pre-filing review process for the Project.

Respectfully submitted,
MILLENNIUM PIPELINE COMPANY, L.L.C.

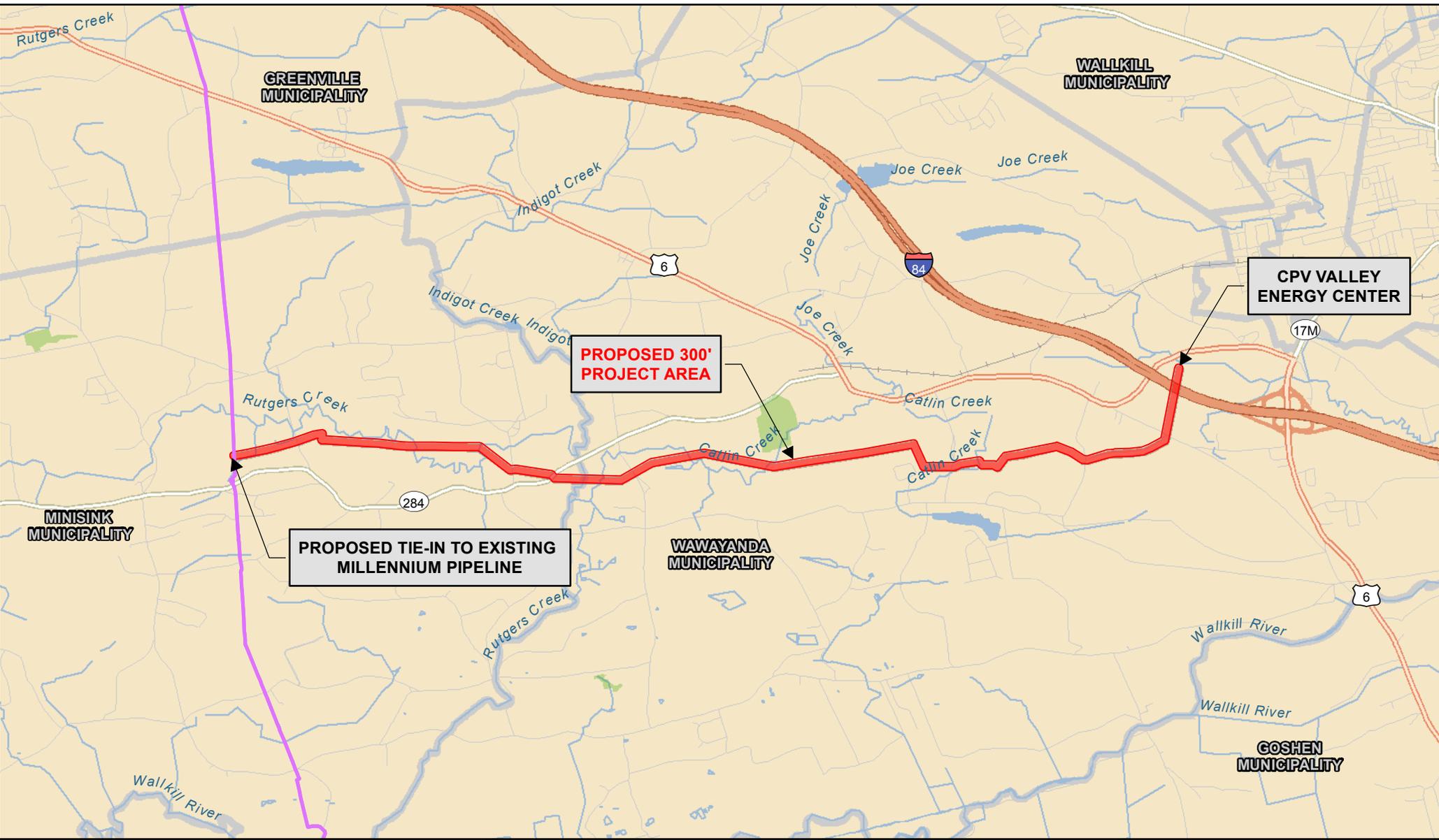
By: /s/ Gary A. Kruse
Gary A. Kruse
Vice President - General Counsel & Secretary
Millennium Pipeline Company, L.L.C.
(845) 620-1300
(845) 620-1320 (fax)

Attachments

cc: Ann F. Miles
Michael J. McGehee
Rich J. McGuire
Terry L. Turpin
John M. Wood



Attachment 1 - Map



Attachment 2 - Agency Contact, Permits

Pre-File Agency Correspondence Tracking Sheet – Federal Agencies											
Agency	Region/ Division	Contact Name	Contact Address	Contact Phone	Contact Email	Date Sent	Response Type/Date	Participating Agency (Y/N)	Responding Contact	Meeting Schedule	Additional Comments
United States Environmental Protection Agency (US EPA)	Region 2	Ms. Judith A. Enck, Regional Administrator	290 Broadway, 25th Floor New York, NY 10007-1866	(212) 637 - 5000	enck.judith@epa.gov	4/29/15					
NOAA Fisheries	Northeast Region Office	Ms. Jennifer Anderson, NEPA Coordinator	55 Great Republic Drive Gloucester, MA 01930	(978) 281 - 9226	jennifer.anderson@noaa.gov	4/29/15					
United States Fish and Wildlife Service (USFWS)	Region 5	Mr. David Stilwell, Field Office Supervisor	New York Field Office 3817 Luker Road Cortland, NY 13045	(607) 753 - 9334		4/29/15					
United State Army Corps of Engineers (USACE)	New York District (Permits Section)		US Army Corps of Engineers ATTN: Regulatory Branch, Room 1937 26 Federal Plaza New York, NY 10278-0090	(917) 790 - 8411		4/29/15					
United States National Park Service (US NPS)	Northeast Region	Mr. Mike Caldwell, Regional Director	National Park Service U.S. Custom House 200 Chestnut Street Philadelphia, PA 19106	(215) 597 - 7013		4/29/15					

Pre-File Agency Correspondence Tracking Sheet – New York State Agencies											
Agency	Region/ Division	Contact Name	Contact Address	Contact Phone	Contact Email	Date Sent	Response Date/Type	Participating Agency (Y/N)	Responding Contact	Meeting Schedule	Additional Comments
New York State Department of Agriculture and Markets (NYSDAM)		Mr. Matthew Brower, Agricultural Resource Specialist	10B Airline Drive Albany, NY 12235	(518) 457 - 2713	matthew.brower@agmkt.state.ny.us	4/29/15					
New York State Department of Environmental Conservation (NYSDEC)	New York Natural Heritage Program (NYNHP)	Mr. Nicholas Conrad, Information Resources Coordinator	NYSDEC-DFWMMR NY Natural Heritage Program 625 Broadway, 5th Floor Albany, NY 12233-4757	(518) 402 - 8944	nick.conrad@dec.ny.gov	4/29/15					
NYSDEC	Region 3	Mr. Martin Brand, Regional Director	21 South Putt Corners Road New Paltz, NY 12561-1696	(845) 256 - 3033		4/29/15					
New York State Office of Parks, Recreation, and Historic Preservation (NYS OPRHP)	State Historic Preservation Office (SHPO)	Ms. Ruth L. Pierpont, Deputy Commissioner / Deputy SHPO	Pebbles Island State Park P.O. Box 189 Waterford, NY 12188-0189	(518) 237 - 8643		4/29/15					
New York State Public Service Commission (NYSPSC)	Office of Electric, Gas, and Water	Rajendra Addepalli, Director	Empire State Plaza Agency Building 3 Albany, NY 12223-1350	(518) 473 - 8986		4/29/15					

Pre-File Agency Correspondence Tracking Sheet - Tribal Historic Preservation Officers											
Agency	Region/ Division	Contact Name	Contact Address	Contact Phone	Contact Email	Date Sent	Response Date/Type	Participating Agency (Y/N)	Responding Contact	meeting schedule	Additional Comments
Delaware Nation	Cultural Preservation Office	Mr. Jason Ross, Section 106 Manager	PO Box 825 Anadarko, OK 73005 31064 State Highway #281 Building 100 Anadarko, OK 73005	(405) 247 - 8903	jross@delawarenation.com	4/29/15					
Delaware Tribe of Indians	Tribal Historic Preservation Office (THPO)	Dr. Brice Obermeyer, Director	Roosevelt Hall Rm 12 1200 Commercial St. Emporia, KS 66801	(918) 335 - 7026	bobermeyer@delawaretribe.org	4/29/15					
St. Regis Mohawk Tribe (formerly St. Regis Band of Mohawk Indians of New York)	THPO	Mr. Paul O. Thompson, Chief	412 State Route 37 Akwesasne, NY 13655	(518) 358 - 2272 x164	arnold.printup@srmt-nsn.gov	4/29/15					
Stockbridge- Munsee Band of Mohican Indians	Stockbridge- Munsee Tribal Council	Mr. Wally Miller, President	PO Box 70 Bowler, WI 54416 W13447 Camp 14 Road PO Box 70 Bowler, WI 54416	(715) 793 - 4111		4/29/15					

Attachment 3 - List of Stakeholders Contacted

Government Officials

Attachment 3 List of Stakeholders Contacted		
Stakeholder	Contact	Comment
Office of the Governor of New York State Office	(518) 474-8390	Project Discussion on April 6 and 9, 2015
New York State Department of Public Service	(518) 474-7080	Project Discussion on April 8, 2015
Office of State Senator John Bonacic	(845) 344-3311	Project Discussion on April 7, 2015
Office of Assemblyman James Skoufis	(845) 469-6929	Project Discussion on April 8, 2015
Office of Assemblyman Karl Brabenec	(845) 544-7551	Project Discussion on April 8, 2015
Office of Orange County Executive	(845) 291-4000	Project Discussion on April 7, 2015
Office of Orange County Attorney	(845) 291-2650	Project Discussion on April 23, 2015
Wawayanda Town Supervisor	(845) 355-5700	Project Discussion on April 8, 2015
Minisink Town Supervisor	(845) 726-3700	Project Discussion on April 7, 2015
Office of US Senator Schumer	(914) 734-1532	Correspondence Dated April 24, 2015
Office of U.S. Senator Kirsten Gillibrand	(845) 875-4585	Project Discussion on April 17, 2015
Office of US Congressman Maloney	(845) 561-1259	Correspondence Dated April 24, 2015

Attachment 4 - Public Participation Plan

**Public Participation Plan
Millennium Lateral to the CPV Valley Energy Center
April 2015**

I. PROJECT OVERVIEW

The Millennium Pipeline Company, L.L.C. (Millennium) has entered into an agreement with CPV Valley, LLC (CPV) to build a lateral natural gas pipeline (lateral) that will connect Millennium's gas mainline to CPV's new 650 MW power plant in Wawayanda, N.Y. ("Project").

To ensure that the public is aware of the Project and has opportunities for input, Millennium has developed the following Public Participation Plan that summarizes planned outreach to key stakeholders in the area as well as the general public. Millennium is committed to adhering to this plan which encompasses early public notification and regular communications with all stakeholders.

II. KEY STAKEHOLDERS

- Affected landowners
- Federal, state, and local governmental officials
- Regulatory and permitting agencies
- Community groups
- News media

III. COMMUNICATIONS STRATEGIES AND TOOLS

Millennium's outreach efforts are designed to inform, engage, and build relationships with all the stakeholders interested in the regulatory review process, from Project inception and announcement through completion. Millennium will engage with stakeholders and the public early in the Project review process to inform them about the purpose and need of the Project as well as the process to identify the proposed route, key features of the proposed route, when selected, opportunities for public input, the regulatory process, and the construction and operation processes. Additionally, the outreach efforts are intended to help identify and address stakeholder concerns about the Project

Millennium will actively focus on engaging stakeholders and the community at-large, using a variety of communication methods.

Millennium plans a broad distribution of informational materials, utilizing direct mail, media outreach, the company's website, a toll-free information line, local newspaper ads, and other local resources.

To carry out this plan, Millennium will do the following:

- Conduct face to face meetings with landowners, elected officials and key stakeholders;
- Distribute direct mail pieces;
- Create collateral materials such as fact sheets, maps and other printed materials that will be made available to the public in a variety of places;
- Create a dedicated section on the Millennium web site (<http://www.millenniumpipeline.com/index.html>) that contains important public information and provides the opportunity for the public to provide feedback directly to Millennium;
- Create a repository of informational material at the Wawayanda Town Hall;
- Set up a local phone number for the public to call;
- Set up an email address for Project comments and questions; and
- Host an open house meeting in the Project area that will give interested parties access to information and the opportunity to discuss the Project with Millennium representatives.

IV. DIRECT MAIL

Within fourteen days after the Federal Energy Regulatory Commission's issuance of the notice approving the use of the pre-filing process, Millennium will initiate a direct mailing to all stakeholders, including federal and state agencies, elected officials and potentially affected landowners. The mailer will provide an overview of the Project, including a proposed schedule, the route evaluation process, and specifics on the preferred location of the lateral, if known at that time.

V. INFORMATIONAL OPEN HOUSE

Millennium will hold a public open house to introduce the Project to the community. The format will be structured around information stations, complete with displays and photographs. While there will not be a formal question and answer session, community members and other interested stakeholders will be able to speak with, and ask questions of, company representatives and Millennium's contractors to learn about the various aspects of the Project such as potential environmental impacts, construction processes, Project equipment and other pertinent facts.

The meeting will be held in an accessible public location in Wawayanda. Fact sheets, maps and other collateral materials will be available for people to take home.

Millennium will publicize the open house by:

- Issuing a press release to local media
- Placing advertisements in local newspapers; and
- Sending direct mail.

VI. INFORMATION REPOSITORIES

In an effort to make information about the Project available in readily accessible public venues, material about the Project will be available for review by local residents at the Wawayanda Town Hall.

VII. TOLL-FREE AND LOCAL INFORMATION LINES

Millennium will establish a dedicated, direct local line 845-645-1176 and toll free line 877-745-5615 where stakeholders can share concerns about the Project. In addition, for general company or pipeline inquiries, Millennium maintains a toll-free phone line at (877) 213-1944.

VIII. WEB PRESENCE

MPC will update the Millennium website (www.millenniumpipeline.com) and use it to communicate with the public as well. As the Project moves through the various stages of development, MPC plans to add the following details on the Project to the site:

- A proposed route map;
- Expected timeline with key dates;
- Facts and bullets on the benefits of the Project;
- Contact information for Millennium; and
- Links to the sites of places such as the CPV Valley Energy Center, regulatory agencies, and other important sites.

IX. GOVERNMENT RELATIONS

To assist state and local officials in understanding the Project objectives and to provide them with the support they need to respond to constituent inquiries, Millennium will be:

- Conducting introductory briefings;
- Providing regular updates; and
- Inviting officials to attend sponsored events such as the Informational Open House.

X. SINGLE POINT OF CONTACT

Michael Armiak will serve as the primary contact for the public regarding the Project and can be reached by phone at 845-645-1176. He can also be reached by email at armiak@millenniumpipeline.com.

XI. INFORMATION REQUESTS FROM FEDERAL & STATE PERMITTING AGENCIES

Millennium will respond in a timely manner to information requests from federal and state permitting agencies through its environmental consultants or other designated representatives.