

BEFORE THE STATE CORPORATION COMMISSION  
OF THE STATE OF KANSAS

In the Matter of the Application of ONEOK NGL )  
Pipeline, L.L.C. for an Order Approving an Amendment )  
to the Pipeline Capacity Lease Agreement with Holly ) Docket No. 18-ONEP- 502 -CON  
Frontier Refining & Marketing LLC. )

**APPLICATION**

COMES NOW ONEOK NGL Pipeline, L.L.C. ("ONEOK NGL"), and pursuant to K.S.A. 66-1,230, *et seq.*, and other applicable statutes, makes this Application to the State Corporation Commission of the State of Kansas ("KCC" or "Commission") for an order approving ONEOK NGL's Amendment to the Pipeline Capacity Lease Agreement with Holly Frontier Refining & Marketing LLC ("HFRM") ("2018 Amendment").

In support thereof, ONEOK NGL states as follows:

1. ONEOK NGL is a Delaware limited liability company with its principal offices and place of business located at 100 West Fifth Street, Tulsa, Oklahoma 74103. ONEOK NGL is the operator of a 6-inch and a 4-inch natural gas liquids pipeline located between Conway, Kansas and El Dorado, Kansas. ("Conway/E1Dorado Pipeline"). ONEOK NGL has certificates for authority to do business in the State of Kansas issued by the Commission, including a limited contract carrier certificate/permit issued by the Commission in Docket No. 06-ONEP-646-COC ("06-646 Docket") on April 20, 2006, relating to ONEOK's operation of the Conway/E1 Dorado Pipeline, and a limited contract carrier certificate issued by the Commission in Docket No. 12-ONEP-333-CON ("12-333 Docket") on December 8, 2011, relating to the lease of the pipeline capacity of the Conway/El Dorado Pipeline to HFRM under a Pipeline Capacity Lease Agreement dated August 31, 2011 ("2011 HFRM

Agreement"). An amendment to the 2011 HFRM Agreement was approved by the Commission in Docket No. 15-ONEP-460-CON ("15-460 Docket"). The 2011 HFRM Agreement is being amended by the 2018 Amendment. ONEOK NGL is seeking an extension of its limited contract carrier certificate in order to fulfill its obligations under the 2018 Amendment.

2. Pleadings, notices, orders and other correspondence and communication concerning this application and proceeding held thereon should be addressed to:

Sherlyn Johnson-Schumack  
ONEOK, Inc.  
100 West Fifth Street  
Tulsa, Oklahoma 74103  
[sherlyn.schumack@oneok.com](mailto:sherlyn.schumack@oneok.com)

James G. Flaherty  
Anderson & Byrd, LLP  
216 S. Hickory, P.O. Box 17  
Ottawa, Kansas 66067  
[jflaherty@andersonbyrd.com](mailto:jflaherty@andersonbyrd.com)

3. ONEOK NGL is seeking an order from the Commission approving the 2018 Amendment and allowing ONEOK NGL to fulfill its contractual obligations under the 2018 Amendment under its limited contract carrier certificate or permit issued by the Commission in the 06-646 Docket and 12-333 Docket. An executed copy of the 2018 Amendment is attached to this Application as Exhibit A and is incorporated herein by reference. Because public release of the 2018 Amendment could give ONEOK NGL's competitors in the liquids pipeline industry a competitive advantage, the 2018 Amendment has been designated as confidential pursuant to K.S.A. 66-1220a, in that the 2018 Amendment has not been disclosed to the public and the parties to the Amendment have contractually agreed to keep such non-public information confidential because of the competitive nature of both the natural gas liquids pipeline business and the refinery business.

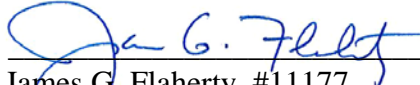
4. The capacity in the Conway-El Dorado Pipeline covered by the 2018 Amendment was previously leased to HFRM under a pipeline capacity lease agreement approved by the Commission in the 12-333 Docket, and HFRM's predecessor and Coffeyville Resources Refining and Marketing, LLC ("Coffeyville") under a pipeline capacity lease agreement approved by the Commission in the 06-646 Docket. The 2015 Amendment to the 2011 HFRM Agreement approved in the 15-460 Docket has expired.

5. The request by ONEOK NGL in this case is limited specifically to allowing ONEOK NGL to fulfill its contractual obligations under the 2018 Amendment. ONEOK NGL is not requesting any authority beyond its limited request; is specifically not requesting any common carrier authority under this Application; and specifically has not held, and is not holding itself or the pipelines referenced herein that it operates, out for use by the public. ONEOK NGL will make a notice filing with the Commission in this docket with respect to any subsequent changes to the terms and conditions of the 2018 Amendment. ONEOK NGL requests that its limited contract carrier certificate or permit granted by the Commission expire or terminate immediately upon the Termination Date as defined in the 2018 Amendment.

6. ONEOK NGL states that the approval of the 2018 Amendment will promote the public interest in that ONEOK NGL is qualified by its experience and financial strength to meet all of the demands associated with fulfilling its contractual obligations under the 2018 Amendment and that HFRM requires the use of the capacity in the Conway/El Dorado Pipeline in conjunction with its refinery operations in El Dorado, Kansas.

WHEREFORE, ONEOK NGL respectfully requests that the Commission issue an order approving the 2018 Amendment, any extension of ONEOK NGL's limited contract carrier certificate

or permit to fulfill its obligations under the 2018 Amendment and said further relief and authority as found by the Commission to be just and reasonable.



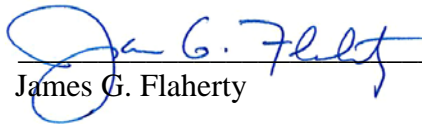
James G. Flaherty, #11177  
**ANDERSON & BYRD, LLP**  
216 S. Hickory, P. O. Box 17  
Ottawa, Kansas 66067  
(785) 242-1234, telephone  
(785) 242-1279, facsimile  
[jflaherty@andersonbyrd.com](mailto:jflaherty@andersonbyrd.com)  
Attorneys for ONEOK NGL Pipeline, L.L.C.

**VERIFICATION**

STATE OF KANSAS, COUNTY OF FRANKLIN, ss:

James G. Flaherty, of lawful age, being first duly sworn on oath, states:

That he is the attorney for ONEOK NGL Pipeline, L.L.C., named in the foregoing Application, and is duly authorized to make this affidavit; that he has read the foregoing Application and knows the contents thereof; and that the facts set forth therein are true and correct to the best of his knowledge, information and belief.

  
James G. Flaherty

SUBSCRIBED AND SWORN to before me this 16<sup>th</sup> day of May, 2018.



Notary Public

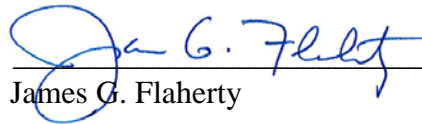
Appointment/Commission Expires:

**CERTIFICATE OF SERVICE**

I hereby certify that a confidential copy of the above and foregoing Application was mailed, postage prepaid, addressed to:

HollyFrontier Refining & Marketing LLC  
Attn: Vice President of Marketing  
2828 N. Harwood, Suite 1300  
Dallas, Texas 75201

on this 16<sup>th</sup> day of May, 2018.

  
James G. Flaherty

# EXHIBIT A

**CONFIDENTIAL**