

Proposed Pipeline Route Refined as a Result of Feedback

Project Forecasted to Create \$1.7 Billion Positive Impact

Williams continues to move forward on the proposed expansion of its Transco pipeline system – known as the Atlantic Sunrise project – designed to connect Marcellus Shale gas producing regions in northern Pennsylvania to markets in the Mid-Atlantic and southeastern United States by 2017.

Williams is providing this newsletter to parties who may be affected or have an interest in the pipeline proposal.

In April 2014 the Federal Energy Regulatory Commission (FERC) initiated an environmental review of the project. This formal process, which is known as FERC pre-filing, is designed to solicit early input from citizens, governmental entities and other

interested parties to identify and address issues associated with potential facility locations during the design stage of the proposed project.

Since then Williams has been gathering data on the project’s preliminary route – as well as route alternatives – meeting with landowners, community members, agencies and other stakeholders to identify potential siting concerns.

As a result of feedback received through September 2014, Williams has incorporated nearly 100 route changes affecting about one-third of the greenfield pipeline route (Central Penn Line North and Central Penn Line South).

“Pipeline routing is a very fluid process,” said Project Director Chris Springer.

Continued on page 2.

Preliminary estimates made by researchers at The Pennsylvania State University forecast the Atlantic Sunrise project to directly employ approximately 2,400 employees in the 10 Pennsylvania counties during the project’s one-year construction phase, resulting in an estimated \$1.7 billion increase economic activity in the project area.

The 2,400 employees would stimulate the local and regional economies in the project area and support an additional 5,700 indirect and induced jobs. The project is also expected to generate an additional \$244 million in labor income in the project area during construction.

An estimated 15 full-time permanent positions will be needed to operate and maintain the pipeline, compressor stations, and related facilities. Maintenance and operations expenditures related to the project are expected to generate approximately \$1.5 million in labor income in the project area each year.

Penn State researchers are developing a full economic impact analysis of the Atlantic Sunrise project at the request of Williams. The full report is expected to be finalized later this year and will be included in the FERC application anticipated to be filed in March 2015.



Williams hosted 11 community open houses this past summer.

One-Third of Proposed Pipeline Refined as a Result of Feedback

Continued from page 1.

“We very much appreciate the cooperation and feedback we’ve received so far, which has been critical for us to identify and resolve potential siting issues.”

Last summer, the company hosted 11 public meetings in the project area to introduce the project and solicit feedback. These meetings were attended by more than 2,700 interested stakeholders.

Data collected during the civil, environmental and archeological survey has been instrumental in the route development process. Since last spring

about 85% of the preliminary pipeline route has been surveyed. The data collected during these initial ground surveys aids project engineers and environmental scientists in evaluating not only the proposed route, but also in evaluating potential route alternatives.

Williams expects to file a formal application with FERC for the Atlantic Sunrise project in March 2015. As it moves closer to this milestone, the company expects to provide drafts of its environmental resource reports to the

Commission later this fall. While these draft reports do not represent Williams’ final environmental evaluation, it does provide the Commission and other reviewing agencies an opportunity to preview a portion of the environmental data and provide comments prior to the formal application submittal. This is a normal part of the pre-application process, designed to ensure that the certificate application is thorough and complete.

Grant Program to Benefit Communities

Williams is preparing to launch a community grant program early next year to benefit local communities within areas affected by the proposed Atlantic Sunrise project.

Applications for the Atlantic Sunrise Community Grant Program can be submitted beginning Jan. 1, 2015. The mission of the program is to assist in the development of projects that directly benefit the communities in which the proposed Atlantic Sunrise project would be constructed and operated.

“An important part of Williams’ culture is supporting communities where our employees live and work,” said Cindy Ivey, Williams Public Outreach.

“One way that we demonstrate that support is through the development of formal project-specific charitable programs like the Atlantic Sunrise grant program.”

Ivey says grants will be awarded to support emergency services, economic development, youth and senior programs, or education programs. Projects funded

by the Williams Atlantic Sunrise Grant Program should provide community benefits, such as:

- Emergency/first responder support
- Youth or senior services
- Education programs
- Economic development
- Enhancement of open spaces and park land for recreational enjoyment
- Assistance in the enrichment of wildlife habitat
- Promotion of environmental education
- Purchases of property for preservation of wetlands and wildlife habitat
- Purchases of property to access public lands, water resources, scenic and wildlife views, and for enhancement or development of active recreational areas

Each applicant can request up to \$10,000 per funding cycle. Ivey anticipates two funding cycles per year.

Eligible organizations will be able to complete an electronic application on the Atlantic Sunrise website (www.williams.com/atlanticsunrise) beginning Jan. 1, 2015. Grant awards are anticipated to be announced in the spring and fall of each year, with priority being given to projects located within the vicinity of Williams’ Atlantic Sunrise project.



The Atlantic Sunrise Community Grant Program is designed to support organizations like first responders.

Williams Environmental Stewardship Program Designed to Enhance Pipeline Project Area

Williams is partnering with The Conservation Fund, a non-profit leader in environmental preservation, to assist in developing an environmental stewardship program designed to better understand and potentially fund local natural environmental resource needs within the Atlantic Sunrise project area.

Environmental stewardship is an approach to the planning and development of linear projects that helps companies like Williams proactively maximize the enhancement, protection and management of natural resources. Environmental stewardship programs are purely voluntary and do not supplant traditional compensatory mitigation requirements that may be required to offset potential impacts. Stewardship activities go above and beyond the mitigation required by law to address resource impacts.

“We believe that a project as unique and far-reaching as Atlantic Sunrise requires an equally unique and significant demonstration of our commitment to the environment,” said Project Director Chris Springer. “We are excited about the opportunity to work with The Conservation Fund to develop a formal approach to environmental stewardship that will ultimately benefit the project area.”

The Conservation Fund is providing an objective and scientifically-based identification and evaluation of natural resource stewardship needs within the project area. To that end, the group is meeting with key stakeholders to identify significant natural resources such as forests, streams, and species habitats as well as recommended environmental stewardship opportunities.

Williams anticipates that the environmental stewardship package developed by The Conservation Fund will be finalized in early 2015. Williams will work cooperatively with The Conservation Fund to implement the final program.

Since its founding in 1985, the organization has protected more than seven million acres of land and water in all 50 states, including parks, historic battlefields, and wild areas. The Fund works with community and government leaders, businesses, landowners, conservation nonprofits and other partners to create innovative solutions that integrate economic and environmental objectives.

THE CONSERVATION FUND

America's Partner in Conservation



Williams is partnering with The Conservation Fund to develop an environmental stewardship program to benefit the Atlantic Sunrise project area.

Special Steps Taken During Construction in Agricultural Areas

Operating more than 15,000 miles of transmission pipeline across the United States – much through rural and agricultural areas – Williams has developed a unique relationship of trust and respect with its neighbors in the agricultural industry.

During pipeline construction, some of the special steps Williams takes to minimize impacts in agricultural areas include:

Topsoil Preservation

To minimize impacts associated with crop productivity, topsoil segregation is used in all annually cultivated or rotated agricultural lands, cultivated pastures, hayfields, and other areas at the landowner's or land managing agency's request. The subsoil, which receives the bulk of the construction traffic, is tested and decompacted as necessary by the contractor with a disc/harrow or chisel plow.

Agricultural Inspector

Williams will utilize special Agricultural Inspectors for this project, completed by a combination of qualified Agricultural Inspectors or Soil Conservation Specialists. These inspectors ensure that aspects of the project potentially impacting agricultural resources meet or exceed the project-specific standards and applicable agency specific permit requirements.

Pipeline Depth

Within agricultural land, Williams will install the pipeline to a minimum depth of three feet below the ground surface to allow for the continued agricultural



The yellow Williams pipeline marker is visible along this pipeline right-of-way in an existing agricultural area in Pennsylvania.

practices post-construction. Additional depth of cover, up to four feet, may be requested by the landowner/farmer to accommodate crops that require deep soil tillage and movement of heavy machinery directly over the pipeline.

Protecting Drainage

Drain tiles will be marked and markings will be kept in place and not be removed except by the tile repair crew after the tile has been permanently repaired and such repair has been inspected and approved by Williams. Temporary repairs will be put in place during construction to allow continuation of flow. All drain tiles will be permanently repaired before the pipeline trench is backfilled.

Protecting Livestock

Williams will work with the landowner to protect active pasture land and livestock during construction through the installation of temporary fencing, the use of alternative locations for livestock to cross the construction corridor, and/or developing Grazing Deferment Plans, as negotiated with the landowner.

No Tilling & Organic Farms

Williams recognizes the unique attributes of these farming methods and will work closely with the farmers, local and state agencies, and subject matter experts to formulate construction and restoration plans that respect the unique challenges associated with these farming practices.

Restoration

Williams will work with landowners in agricultural areas to ensure proper restoration of any impacted agricultural area. Williams will employ Agricultural Inspectors during construction to ensure that the pipeline installation and post-construction restoration is completed in accordance with the applicable construction plans, regulatory approvals and clearances. Revegetation is considered successful if crop yields are similar to adjacent undisturbed portions of the same field. Williams will conduct follow-up inspections of disturbed areas after the growing seasons to determine the success of revegetation.

Resource Reports Provide Environmental Analysis



One of the next major milestones in the regulatory review of the Atlantic Sunrise project is the submittal of draft resource reports, which Williams anticipates filing with the FERC this fall. The resource reports are submitted prior to the certificate application to give FERC and cooperating environmental agencies an opportunity to review preliminary data and provide comments prior to our application submittal. The draft reports do not represent Williams' final environmental evaluation. The final resource reports will be submitted to FERC as part of Williams' Certificate Application in March 2015.

- Resource Report 1, General Project Description – Includes purpose and need for the project as well as location and description of facilities, land requirements, construction and restoration techniques, list of permits and approvals.
- Resource Report 2, Water Use and Quality – Includes information about ground and surface water resources, public and private wells, watershed areas, hydrostatic test water, wetlands and waterbodies.
- Resource Report 3, Fish, Wildlife and Vegetation – Includes information on fisheries, wildlife and vegetation, as well as endangered and threatened species.
- Resource Report 4, Cultural Resources – Addresses the nature and extent of cultural resources including historic properties and Native American cultural places.
- Resource Report 5, Socioeconomics – Includes information about the socioeconomic conditions in the project area such as population, per capita income, employment rates, number of units and vacancy rates for temporary housing, proximity of major transportation routes, availability of police, fire, medical facilities and schools.
- Resource Report 6, Geological Resources – Includes a description of topography, landforms and relative relief as identified on United States Geological Survey quadrangle maps as well as blasting regulations, Karst measures, mineral resources and geologic hazards.
- Resource Report 7, Soils – Identification of the soils that would be affected by the project as well as potential erosion that could result from construction and operation of the project.
- Resource Report 8, Land Use, Recreation and Aesthetics – Identification of public lands as well as recreational or special use lands and a summary of consultations with federal and state agencies. Also provides numbers and types of planned and existing residential and commercial areas in the project area.
- Resource Report 9, Air and Noise Quality – Addresses the effects of the project on existing air and noise environments and describes proposed mitigation measures.
- Resource Report 10, Alternatives – Describes alternatives considered during the development of the project and compares the environmental impacts of the alternatives to those of the proposed primary route.
- Resource Report 11, Reliability and Safety – Addresses the potential hazards to the public in the event of an accident. Also describes the measures that would be implemented to protect the public from incidents including operational procedures, design features, safety equipment, training, and notification procedures.
- Resource Report 12, PCB Contamination – Addresses remediation of PCBs, if present, on sites where compressor stations will be modified.

Preliminary Project Schedule

Spring 2014

Field surveys began

Spring 2014

FERC pre-filing process began

Late spring 2014

Open houses and informational meetings

Summer 2014

FERC scoping meetings

Fall 2014

Submit draft resource reports to FERC

March 2015

Submit 7(c) application to FERC

Summer 2016

Anticipated construction start

July 2017

Target in-service



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Wilkes Barre, PA 18702

For More Information

Project website: www.williams.com/atlanticsunrise

Toll-free information line: 844-785-0455

E-mail: atlanticsunrise@williams.com

Land Department:

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