

Enbridge Energy, Limited Partnership
1601 Pratt Avenue
Marshall, Michigan 49068



July 1, 2011

Mr. Ralph Dollhopf
Federal On-Scene Coordinator and Incident Commander
U.S. Environmental Protection Agency
801 Garfield Avenue, #229
Traverse City, MI 49686

RE: U.S. EPA Notice of Potential Non-compliance in response to the Administrative Order (Order) issued by U.S. EPA on July 27, 2010, pursuant to §311 of the Clean Water Act (Docket No. CWA 1321-5-10-001) and Supplement to the Administrative Order issued by U.S. EPA on September 23, 2010 (Supplement) - - Inadequate Enbridge Response Management

Dear Mr. Dollhopf:

This responds to your June 28, 2011 letter to my attention, in which you requested that Enbridge update the Response Management Work Plan (RMWP) dated August 14, 2010. The revised RMWP is enclosed with this correspondence.

In addition to the information contained in the RMWP, I want to take this opportunity to reiterate Enbridge's dedication to the ongoing response efforts. The effort to clean up and remediate the effects of this incident remains a top priority for Enbridge and its Senior Management team. We are fully committed to achieving all milestone dates and deadlines through the efficient and appropriately measured deployment of equipment, processes and resources required to complete the clean up in a safe and environmentally sound manner.

Specifically, I will be on-site each week through the next month with the exception of the week of July 24, but will appoint appropriate on-site leadership in my absence. I will continue to be present through August or provide an appropriate replacement. My intent is not to manage day-to-day operations, but to provide guidance on the overall response strategy and effectiveness, with specific concentration on supporting the opening of the Kalamazoo River, preventing oil moving into Morrow Lake, calculating and quantifying residual oil in the river system, verifying the effectiveness of residual oil removal techniques and other critical issues that may arise.

Additionally, Pat Daniel, President and CEO of Enbridge Inc., continues to visit Marshall monthly and has made a commitment to increase Senior Management presence, and review that commitment with the EPA when on-site.

We recognize the need to continuously demonstrate the agility to address new concerns, changes in the weather or site conditions and the discovery of additional areas for remediation. We also recognize the many priorities that must be managed – from the safety of the workers, to protection of the environment and public, to meeting the expectations of the public and ensuring that all regulatory requirements are complied with throughout the response effort. Our entire Management team recognizes that our assessment and management of these priorities is an extremely important component of our plans and actions. We strongly believe that the local Management team seconded to Marshall is well resourced and well trained and has been so throughout the course of the response and is fully able to stand by Enbridge's commitment.

The Enbridge Senior Management team, from our CEO Pat Daniel to our Project Director John Sobojinski and our functional Senior Managers Chris Haux, Robert Steede and others, remains fully committed to the response effort and is consistently focused on the efficient achievement of clean up goals as established through the Incident Command structure.

As Vice-President, U.S. Operations for all liquids pipelines, I am in constant contact with John Sobojinski and his team and will continue to spend a significant amount of time on the ground in Marshall in support of our response efforts. John and his team of Senior Managers are supported directly by other members of our Senior Management team, including Director Kevin Underhill, who has responsibility for the Environment and Lands groups, and Director Scott McEachern who is responsible for Safety Culture. As described in the RMWP, Kevin, Scott and other managers have been making regular visits to the site in support of the project team and will continue to do so. Additionally, Leon Zupan, Senior Vice-President, Operations, who has direct oversight of all Enbridge liquids pipelines, regularly participates in review and assessment of the response efforts, pertinent activities and emerging issues. All of our Senior Manager team dedicated to the response effort have direct access to Pat Daniel and Steve Wuori, President of Enbridge Pipelines Inc. who will also continue to visit Marshall, each of whom remain fully involved in guiding Enbridge's response.

While we are confident that our Senior Management team effort provides the appropriately measured on-site and off-site support for the response, we nevertheless acknowledge your concerns and do not take them lightly. We are committed, where necessary, to provide specific additional support to our current compliment of Senior Management staff at Marshall to address specific concerns EPA may have on management of the safety, environment, logistical and documentation aspects of the response effort. In addition, if you feel it necessary, I am prepared to work with you to further enhance our support and oversight of the response effort through appropriate increased involvement of our Senior Management team (both through additional regular on-site presence and vigilant off-site support).

I trust this letter and attachments meet your requirements. I am available to meet with you at your convenience to discuss this further.

Sincerely,

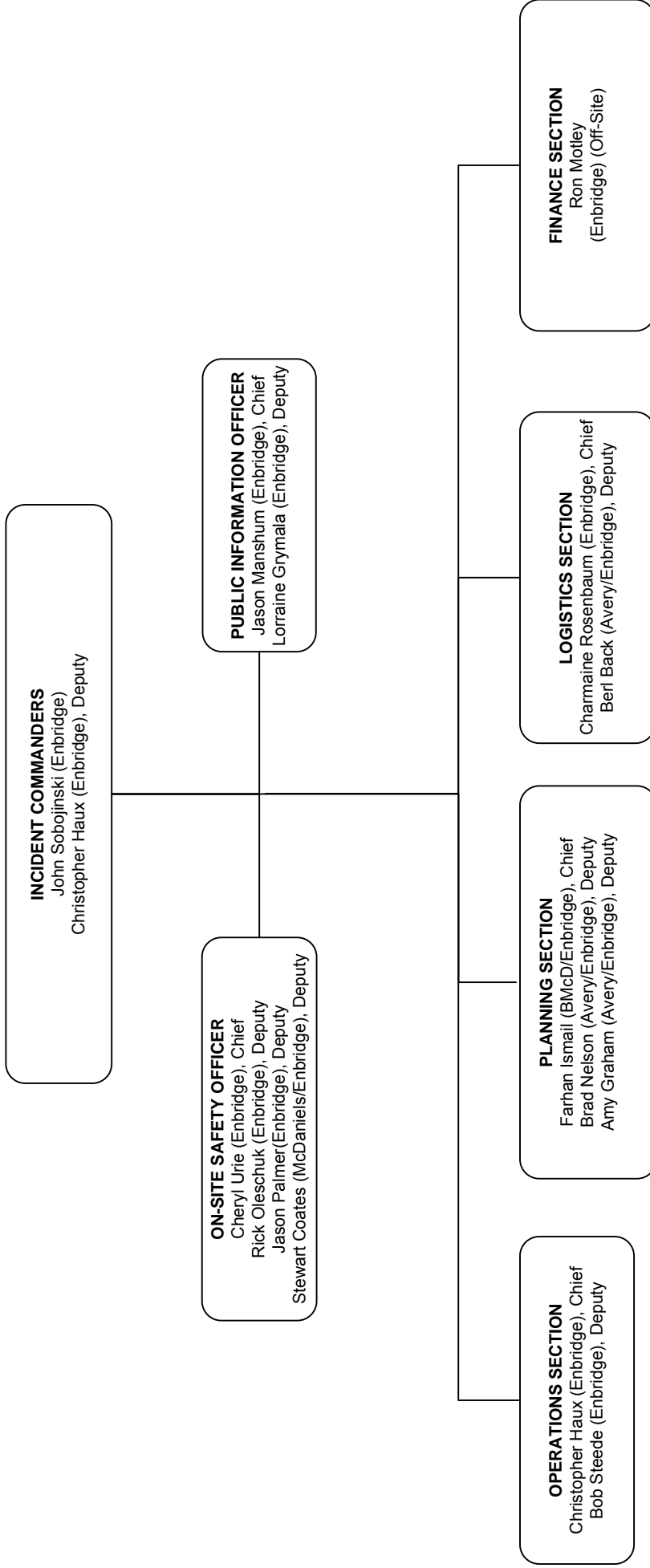
ENBRIDGE ENERGY, LIMITED
PARTNERSHIP
By Enbridge Pipelines (Lakehead) L.L.C.
Its General Partner

A handwritten signature in black ink, appearing to read 'Richard Adams', with a long horizontal line extending to the right.

Richard Adams
Vice President, U.S. Operations

cc: L. Kirby-Miles, U.S. EPA, ORC
J. Cahn, U.S. EPA, ORC
J. Kimble, U.S. EPA, Dep. IC, FOSC
M. Durno, U.S. EPA, Dep. IC, Section Chief
T. Edwards, U.S. EPA
S. Wolfe, U.S. EPA
M. Ducharme, MDEQ
M. Alexander, MDEQ

Enbridge Pipelines Response Unified Command



**Enbridge Energy, Limited Partnership
Enbridge Line 6B MP 608 Marshall, Michigan
Release Response Project**

Response Management Plan

Prepared: August 14, 2010

REVISED: JULY 1, 2011

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ACRONYMS AND ABBREVIATIONS

EIC	Enbridge Incident Commander
EIMT	Enbridge Incident Management Team
Enbridge	Enbridge Energy, Limited Partnership
ERMP	Emergency Response Management Plan
FSC	Finance Section Chief
FOSC	Federal On-Scene Coordinator
IAP	Incident Action Plan
IC	Incident Commander
ICS	Incident Command System
Incident	Pipeline Oil Spill in Marshall, Michigan
IROC	Incident Response Operations Center
JIC	Joint Information Center
LSC	Logistics Section Chief
NIMS	National Incident Management System
OSC	Operations Section Chief
PIO	Public Information Officer
PSC	Planning Section Chief
SO	Safety Officer
UC	Unified Command

I. Purpose and Objectives

Enbridge Energy, Limited Partnership (Enbridge) has established an Emergency Response Management Plan (ERMP) to coordinate its response to the pipeline oil spill in Marshall, Michigan (Incident) both within the organization and within the Unified Command (UC). This plan directed by the Enbridge Incident Commander (EIC) and supported by the Enbridge Incident Management Team (EIMT) is based on the National Incident Management System (NIMS) Incident Command System (ICS) and operates within a tiered response framework, which allows for the mobilization of resources at varying levels as dictated by circumstance of the Incident.

The EIMT will serve as the primary interface between the Governmental Unified Command and Enbridge. The EIC and EIMT are responsible for overall management of all Enbridge response resources including coordination with the Federal On-Scene Coordinator (FOOSC) and Incident Commander (IC) and the development and implantation of strategic decisions as well as approving the ordering and releasing of resources.

Enbridge understands the need to adhere to standard NIMS/ICS practices and nomenclature, and intends to follow the existing structure implemented to date as reflected in the Incident Action Plan (IAP) and associated components.

Enbridge's IC and IMT are responsible for:

- Providing strategic direction to Incident response operations.
- Supporting the EIMT.
- Addressing issues best handled at the EIMT level.
- Interfacing with and providing information to external parties, including the FOC-IC.

II. Organization

This section sets forth the organization of the EIMT and provides an overview of the responsibility and authority of the team members.

A. Enbridge Incident Commander

Enbridge has identified an EIC who will be responsible for all Enbridge-related aspects of the response, including timely development of the Incident objectives, and managing all Incident operations and application of resources as well as responsibility for all persons involved in the Enbridge response. The EIC will be supported by the Deputy EIC who will assist in all aspects of this assignment and function in a relief role when the EIC is not available. The EIC or Deputy EIC will have the responsibility and authority to:

- Direct response and recovery operations in coordination with the established UC.
- Obligate resources on behalf of Enbridge necessary to carry out appropriate response and recovery activities.
- Act as a liaison and establish appropriate communications with federal, state and local officials through the UC.

- Have access to and maintain regular contact with all teams established by Enbridge to respond to the Incident.

	Incident Commander	Deputy Incident Commander
Name	John Sobojinski	Christopher Haux
Cell Phone Number	715-718-1094	218-393-4192
E-mail	john.sobojinski@enbridge.com	christopher.haux@enbridge.com

B. Enbridge Incident Management Team

The EIMT will: (1) provide strategic direction for Enbridge’s Incident response operations; (2) support tactical response operations; (3) address issues best handled by the Incident Management Team; (4) maintain regular contact with teams and individuals handling response operations; and (5) interface with and provide information to external parties. The Incident Management Team consists of the following roles and responsibilities:

1. Public Information Officer (PIO)

The Incident Management Team PIO is tasked with developing information about the Incident and interfacing with the public, media and other agencies regarding Incident-related information requirements. The PIO will be supported by a Deputy PIO who will assist with all tasks and serve in a relief function when the PIO is not available. PIO and Deputy PIO tasks include:

- Develop material for use in media briefings.
- Obtain EIC approval of media releases.
- Coordinate with the UC and Joint Information Center (JIC) regarding Enbridge participation in media briefings.
- Arrange for tours and other interviews or briefings that may be required.
- Obtain media information that may be useful to incident planning.
- Maintain current information summaries and/or displays on the Incident and provide information on the status of the incident to assigned personnel

	Public Information Officer	Deputy Public Information Officer
Name	Jason Manshum	Lorraine Grymala
Cell Phone Number	269-832-1306	218-269-4537
Email	jason.manshum@enbridge.com	lorraine.grymala@enbridge.com

2. Safety Officer (SO)

The SO is responsible for the overall safety of Incident response operations. The SO develops and recommends measures to the EIC for assuring personnel health and safety and monitors and assesses potentially hazardous situations. The SO will be supported by a Deputy SO who will assist the SO with all tasks and will serve in a relief function when the SO is not available. The SO and Deputy SO tasks include:

- Identify hazardous situations associated with the Incident.
- Review Incident response plans for safety implications.
- Provide safety advice for assigned responders.
- Exercise emergency authority to stop and prevent unsafe acts.
- Investigate accidents that have occurred within the Incident area.

	Safety Officer	Deputy Safety Officer
Name	Cheryl Urie	Rick Oleschuk Jason Palmer Stewart Coates
Cell Phone Number	218-269-1883	780-982-1305 918-285-6297 828-777-7911
Email	cheryl.urie@enbridge.com	richard.oleschuk@enbridge.com jason.palmer@enbridge.com stewart.coates@enbridge.com

3. Operations Section Chief (OSC)

The OSC is responsible for all operations directly applicable to the primary mission of the Incident response. The OSC will be supported by a Deputy OSC who will assist the OSC with all tasks and will serve in a relief function when the OSC is not available. The OSC and Deputy OSC tasks include:

- Evaluate the need for, and order additional personnel to staff the ICS.
- Develop Operations portion of the IAP.
- Conduct operational briefings with operational staff.
- Direct the IAP's execution.
- Brief and assign Operations personnel.
- Request or release resources as needed to implement the IAP.
- Assemble and disassemble teams/task forces assigned to the Operations Section.
- Execute the Site Safety and Health Plan.
- Ensure safe tactical operations.
- Make or approve expedient changes to the IAP as necessary, and report any changes to the UC.
- Report any information about special activities, events, or occurrences to the IC, Planning Section Chief (PSC), and the PIO.
- Supervise the execution of the IAP for Operations.
- Ensure adequate communication between Operations Section and the Environmental Unit within the Planning Section.

	Operations Section Chief	Deputy Operations Section Chief
Name	Christopher Haux	Robert Steede
Cell Phone Number	218-393-4192	218-269-1406
Email	christopher.haux@enbridge.com	robert.steede@enbridge.com

4. Planning Section Chief (PSC)

The PSC is responsible for the collection, evaluation, and dissemination of information related to the Incident, and for the preparation and documentation of IAPs. The PSC also maintains information on the current and forecasted situation and on the status of resources assigned to the Incident, including the Situation, Resources, Documentation, and Demobilization Units, as well as Technical Specialists. The PSC will be supported by a Deputy PSC who will assist the PSC with all tasks and will serve in a relief function when the PSC is not available. The PSC and Deputy PSC tasks include:

- Monitor current Incident situation.
- Supervise the preparation and compilation of the IAP.
- Establish and develop the planning cycle and meeting schedule.
- Compile and display incident status summary information.

	Planning Section Chief	Deputy Planning Section Chief
Name	Farhan Ismail	Brad Nelson Amy Graham
Cell Phone Number	630-362-7224	612-644-6777 517-862-6556
Email	fismail@burnsmcd.com	brad.nelson@enbridge.com amy.graham@enbridge.com

5. Logistics Section Chief (LSC)

The LSC is responsible for providing facilities, services, and materials for the Incident. The LSC will be supported by a Deputy LSC who will assist the LSC with all tasks and will serve in a relief function when the LSC is not available. The LSC and Deputy LSC tasks include:

- Evaluate the need for and order additional personnel to staff the ICS.
- Coordinate delivery of response equipment, materials and supplies.
- Participate in IAP preparation.
- Identify service and support capabilities.
- Advise on current service and support capabilities.
- Coordinate and process requests for additional resources.

	Logistics Section Chief	Deputy Logistics Section Chief
Name	Charmaine Rosenbaum	Berl Back
Cell Phone Number	218-391-4060	269-213-7115
Email	charmaine.rosenbaum@enbridge.com	berl.back@enbridge.com

6. Finance Section Chief (FSC)

The FSC is tasked with tracking Incident related costs, personnel records, requisitions, and administrating procurement contracts required by Logistics. The FSC is staffed through off-site Enbridge resources.

	Finance Section Chief	Deputy Finance Section Chief
Name	Ron Motley	Howard Brown
Cell Phone Number	817-726-2359	713-614-1568
Email	ron.motley@enbridge.com	howard.brown@enbridge.com

The EIMT shall maintain regular contact and make itself available to managers of the Enbridge's employees and contractors responding to the Incident, along with federal, state, and local government agencies and officials responding to the Incident. In the event there is a change of the EIC, Deputy EIC or any member of the EIMT, Enbridge will notify the FOC-IC 48 hours before the change is implemented.

III. Incident Command Post and Communications

A. Incident Response Operations Center

Enbridge has established an Incident Response Operations Center (IROC) that serves as headquarters for the management of its response to the Incident. The IROC is located at:

1601 Pratt Avenue, Marshall, MI 49068

The IROC is equipped with appropriate work space, status boards, clocks, maps, communications equipment, and additional equipment needed for efficient operations of Enbridge's response to the Incident. The IROC will serve as the primary work space for the EIC, EIMT, and other key Incident response personnel designated by the EIC and EIMT.

B. Communications

Cellular telephones and email will be used as the primary and secondary communications systems to direct and coordinate oil spill response, including to have the EIC and EIMT available for communications with federal, state and local agencies.

The EIC and EIMT will ensure that Enbridge will have 24-hour-a-day availability to handle communications made to respond to communications to the phone numbers and email addresses listed above. The Enbridge representatives made available at those phone numbers and email addresses will have authority to obligate funds and direct response activities on behalf of Enbridge or ordinary response activities. In the event of extraordinary activities they will have direct access to an Enbridge representative with appropriate authority.

C. Assistance and Support from Enbridge Corporate Resources

The EIC and EIMT will coordinate with Enbridge's various corporate operations, contractors and suppliers to implement additional Enbridge resources (e.g. information technology services, repair equipments and technical assistance) as needed to assist in the response effort.

In addition to the Enbridge corporate resources available to the EIC and EIMT, the EIC and EIMT have direct access to, and the ongoing support of, the Enbridge Senior Management team who provide their support through both on-site presence and off-site oversight and guidance. Many of these team members rotate through Marshall on an ongoing basis in support of the Incident response, including, among others, Pat Daniel, President and CEO, Enbridge Inc.; Steve Wuori, President, Liquids Pipelines; Leon Zupan, Senior Vice President, Operations; Rich Adams, Vice President, U.S. Operations; Kevin Underhill, Director, Environment, Lands & Right-of-Way; and Scott McEachern, Director, Safety Culture Enhancement. These and other members of the Enbridge Senior Management team will continue to routinely provide both on-site and off-site support and guidance to the EIC and EIMT throughout the course of the Incident response efforts.