ATTACHMENT C

Declaration of Scott Smith

IN THE UNITED STATES COURT OF APPEALS FOR THE DISTRICT OF COLUMBIA CIRCUIT

Environmental Defense Fund, et al. Petitioners, v. Federal Energy Regulatory Commission, Respondent.	))))))))))	Nos. 20-1016 and 20-1017 (consolidated)

DECLARATION OF SCOTT SMITH

1. My name is Scott Smith, and I am President of Spire STL Pipeline LLC ("Spire STL"). Spire STL is a natural-gas company, as defined by the Natural Gas Act, 15 U.S.C. § 717a(6), which operates a 65-mile-long interstate natural gas pipeline system ("STL Pipeline") that extends from an interconnection with Rockies Express Pipeline LLC ("REX") in Scott County, Illinois, to interconnections with MoGas Pipeline, LLC ("MoGas") in St. Charles County, Missouri, and Spire Missouri Inc. ("Spire Missouri") and Enable Mississippi River Transmission, LLC ("MRT") in St. Louis County, Missouri. My business address is 3773 Richmond Ave, Suite 300, Houston, Texas 77046. I have over thirty years of energy industry experience that includes asset operations, business development, marketing and trading, market analysis, energy asset valuation and optimization, business strategy development, and gas processing operations, at Spire STL and

other companies throughout the United States. I earned a B.S. in Chemical Engineering from the University of Texas at Austin and an M.B.A. from Southern Methodist University. I oversee the construction and operation of the STL Pipeline and I am very familiar with Spire STL's system and its operations.

2. Spire STL is regulated by the Federal Energy Regulatory Commission ("FERC"), which provided Spire STL with authority to construct, operate, and maintain the STL Pipeline, pursuant to a certificate of public convenience and necessity. The FERC certificate includes the authority for Spire STL to access right-of-way along the pipeline route as needed to construct, operate, and maintain the STL Pipeline.

3. If the Court issues a mandate that vacates the FERC certificate, Spire STL will have no authority to operate and maintain the STL Pipeline. Spire STL is seeking a temporary certificate from FERC, which would allow Spire STL to continue operating the STL Pipeline and to maintain the right-of-way, including for safety and integrity purposes, in the event its current FERC certificate is vacated. Spire STL's application for a temporary certificate is currently pending before FERC in Docket No. CP17-40-007.

Purpose of Declaration and Summary of Conclusions

4. The purpose of this Declaration is to inform the U.S. Court of Appeals for the District of Columbia Circuit of the potential disruption and safety impacts

in the event the STL Pipeline were to cease operations even temporarily due to a loss of certificate authority, and the steps required to restart operations and maintenance if Spire STL reacquires FERC authorization to operate the STL Pipeline.

5. I am aware of no precedent for shutting down an operational natural gas pipeline due to a vacated certificate where there remains a possibility that FERC may issue either a temporary or permanent certificate soon thereafter. It therefore is not clear exactly what steps would need to occur upon issuance of the D.C. Circuit's mandate. Neither FERC's regulations nor those of the Pipeline and Hazardous Materials Safety Administration ("PHMSA") contemplate shutting down a pipeline that may be deemed necessary in the public interest in the near future. As a result, Spire STL may need to work with FERC and PHMSA to respond to the issuance of the D.C. Circuit's mandate in a way that balances concerns regarding safety, impacts to the environment, and impacts to ratepayers.

6. That said, if the D.C. Circuit does not stay its mandate and FERC has not issued a temporary or permanent certificate before the mandate issues, Spire STL would likely have to take the following steps to ensure the safety of the pipeline, which could preclude recommissioning and restarting the pipeline before the 2021-22 winter heating season.

7. If Spire STL loses its certificate authority, and FERC has not yet issued a temporary certificate or limited-term certificate, Spire STL will lose the right to enter the pipeline right-of-way along portions of the pipeline. Without access to these areas of the right-of-way, Spire STL would lose the ability to monitor the integrity of the pipeline, which is necessary to ensure safety and compliance with pipeline safety regulations issued by PHMSA. Of particular importance, Spire STL would be unable to ensure the pipeline is not damaged, vandalized, or sabotaged. Therefore, in order to ensure the safety of people, property, and the environment, Spire STL would need to undertake decommissioning activities including purging the pipeline of natural gas. As I describe in more detail below, ceasing operations and decommissioning the pipeline would take an estimated 6-12 weeks to plan and execute.

8. If FERC issues a temporary certificate or reissues a certificate of public convenience and necessity authorizing operation of the STL Pipeline after the pipeline has been decommissioned, it would take Spire STL an estimated 10-12 weeks to recommission and restart operation of the pipeline. If Spire STL is required to partially or fully decommission and then recommission the STL Pipeline, the STL Pipeline may not be operational during all or parts of the 2021-2022 winter heating season that begins November 1, 2021.

9. Therefore, it is essential that Spire STL be permitted to maintain service on the STL Pipeline while FERC considers Spire STL's request for a temporary emergency certificate and the Court's order on remand.

Spire STL Will Be Forced to Halt Safety and Restoration Activities

10. If Spire STL loses its certificate authority, Spire STL would lose the right to enter certain portions of the right-of-way along the pipeline route. Spire STL would, therefore, lose the ability to perform certain tasks on the pipeline that are necessary to ensure safety and compliance with the pipeline safety regulations issued by PHMSA.

11. Specifically, Spire STL would lose the ability to perform leakage surveys, test its cathodic protection test stations, perform line location services in response to planned excavation activities, and monitor the pipeline for potential vandalism or sabotage. *See* 49 C.F.R. §§ 192.706, 192.465, 192.614. Furthermore, Spire STL would not be able to complete any repair work, if needed, on the pipeline at a location where Spire STL would not be able to enter the right-of-way.

12. In addition, Spire STL is in the process of restoring land following pipeline construction. Without certificate authority, landowners may seek to prevent Spire STL from performing that work, which would cause a greater impact to the environment.

13. As a result, if Spire STL loses its certificate authority, in order to ensure the safety of people, property, and the environment, Spire STL would need to decommission and purge the pipeline of natural gas, as described below.

Steps Required to Cease Operations and Shut Down the STL Pipeline

14. If the Court issues its mandate before FERC issues a temporary certificate or acts on remand and reissues a certificate of public convenience and necessity for the STL Pipeline, Spire STL would be forced to take steps to shut down the STL Pipeline and ensure the safety of the right-of-way.[1] If that happens, Spire STL may be required to take the following actions:

15. If Spire STL does not have a certificate, it cannot transport natural gas. Spire STL would need to develop and execute a depressurization and flare procedure to remove gas from the pipeline. This will ensure that any vandalism or sabotage done to the pipeline while Spire STL lacks access to monitor the right-of-

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[1] While it is my understanding that PHMSA's pipeline safety regulations do not specify the steps a pipeline must take upon losing certificate authority, they do require operators to prepare and follow customized procedures to provide safety during operations and maintenance of the pipeline. 49 C.F.R. § 192.605(b). The unique circumstance of losing certificate authority would require Spire STL to develop and follow specific procedures for ceasing operations, purging the pipeline of hazardous fluids, and shutting down the pipeline in order to ensure the continued safety of people, property, and the environment. The steps outlined in this section summarize the procedures and activities that would likely be needed.

way does not result in an inadvertent release of natural gas. Flaring off the gas would require contracting with a third-party service provider, and further consultation with state and local permitting agencies concerning air emissions.

16. Spire STL would need to physically isolate the pipeline from any sources of natural gas. This involves cutting or otherwise removing large diameter piping at each of the interconnects with REX, MoGas, MRT, and two with Spire Missouri (the primary gas utility serving eastern Missouri). Isolating the pipeline would require contracting with third-party mechanical contractors and procurement of isolation materials such as blind flanges and weld caps.

17. Spire STL would also be required to develop and execute a plan to fill the pipeline with nitrogen. Filling the pipeline with nitrogen creates an inert environment in the pipeline and prevents the development of internal corrosion. Executing the nitrogen task would involve contracting with a third-party engineer, mechanical contractor, and nitrogen supplier.

18. Spire STL may also be required to obtain federal, state, and local permits for some of these actions. While some of these steps may be accomplished concurrently, I estimate that the entire process of ceasing operations and shutting down the pipeline would take 6-12 weeks.

Steps Required to Recommission and Restart Operations of the STL Pipeline

19. In the event the STL Pipeline is decommissioned, and then FERC subsequently issues a temporary certificate or reissues a permanent certificate on remand for the STL Pipeline, Spire STL would need to undertake the following steps to recommission the pipeline and restart transportation service. Some of these steps may require federal, state, or local permits.

20. Spire STL would likely need to reverify the integrity of the pipeline, prior to restarting operations to ensure no damage or vandalism occurred after Spire STL lost its right to enter the permanent right-of-way and physically inspect the pipeline facilities. Specifically, Spire STL may need to design and implement a hydrostatic pressure test of the entire 65 miles of pipeline.[2] Hydrostatically testing the pipeline will ensure that the pipeline is fit to operate at its certificated operating pressures. Hydrostatically testing the pipeline would involve contracting with third-party mechanical and testing contractors, procuring large volumes of water and land to store the water, and acquiring state-mandated hydrostatic discharge permits.

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2 Simply put, a hydrostatic test is the process of filling a pipeline with water and pressurizing the medium to test the system's integrity. Depending on the design, a hydrostatic test of the STL Pipeline may require as much as 7.6 million gallons of water.

21. Spire STL would then design and execute a geometry tool or similar inline inspection tool run to ensure the pipeline was not dented or otherwise damaged while Spire STL did not have access to certain parts of the right-of-way. Performing an inline inspection would involve contracting with a third-party inline inspection tool vendor and mechanical contractor.

22. Spire STL would also need to remove the physical isolation measures previously installed at the metering and regulating stations to restore connectivity at the interconnection points. Restoring connectivity at the interconnects would involve procuring and testing materials and contracting with a third-party mechanical contractor. Spire STL would then refill and pack the pipeline with natural gas in order to be ready for receipt of customer gas for transportation in interstate commerce.

23. Spire STL would need to recommission the five STL Pipeline metering and regulating stations, which would include purging air and nitrogen out of all equipment, performing functional acceptance tests of all equipment, and performing point-to-point verification of all equipment communications with the STL Pipeline gas control room.

24. Spire STL may also be required to obtain federal, state, and local permits for some of these actions. While some of these steps may be accomplished concurrently, the whole process of recommissioning and restarting service on the

pipeline would take an estimated 10-12 weeks, assuming Spire STL is able to quickly negotiate with landowners for use of temporary, additional workspace for staging areas and to situate equipment used for hydrostatic testing processes. This estimate can vary greatly and is subject to weather delays, material and contractor availability, and permitting authorities.

Summary

25. As explained above, if there is a lapse in certificate authority for the STL Pipeline, Spire STL will lose the right to enter the pipeline right-of-way along portions of the pipeline. Without access to these areas of the right-of-way, Spire STL would lose the ability to monitor the integrity of the pipeline, which is necessary to ensure safety and compliance with PHMSA's pipeline safety regulations. Spire STL would also be ill-equipped to prevent damage, vandalization, or sabotage to the pipeline while it is denied access to the permanent right-of-way during any lapse in authorization. Therefore, to ensure the safety of people, property, and the environment, Spire STL would need to undertake decommissioning activities including the purging of natural gas from the pipeline.

26. As detailed above, if a lapse in authorization occurs, then Spire STL would likely need to undertake decommissioning activities for the pipeline facilities, which would take an estimated 6-12 weeks. If FERC issues a temporary certificate or reissues a certificate of public convenience and necessity authorizing

operation of the STL Pipeline after the pipeline has been decommissioned, it could take Spire STL an estimated 10-12 weeks to recommission and restart operations of the pipeline. If Spire STL is required to partially or fully decommission and then recommission the STL Pipeline, the STL Pipeline may not be operational during all or parts of the 2021-2022 winter heating season that begins November 1, 2021 even if, after the conclusion of the pending temporary certificate proceeding at the FERC, the FERC determines that STL Pipeline is necessary to avert an emergency of gas service projected outages this coming winter in the Greater St. Louis region.

27. For all of the foregoing reasons, it is critically important that STL Pipeline continue its current operations for the upcoming 2021-22 winter heating season.

28. I declare under penalty of perjury that the foregoing is true and correct. Executed on September 13, 2021.

Scott R. Smith