

STATE OF MICHIGAN  
CIRCUIT COURT FOR THE 30<sup>TH</sup> JUDICIAL CIRCUIT  
INGHAM COUNTY

DANA NESSEL, ATTORNEY GENERAL  
OF THE STATE OF MICHIGAN,  
ON BEHALF OF THE PEOPLE  
OF THE STATE OF MICHIGAN,

Plaintiff,

No. 19-474-CE

HON. JAMES S. JAMO

v.

ENBRIDGE ENERGY, LIMITED  
PARTNERSHIP, ENBRIDGE ENERGY  
COMPANY, INC., and ENBRIDGE  
ENERGY PARTNERS, L.P.,

Defendants.

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**OHIO ATTORNEY GENERAL DAVE YOST'S *AMICUS CURIAE* BRIEF ON BEHALF  
OF THE STATE OF OHIO, THE STATE OF INDIANA, AND THE STATE OF  
LOUISIANA REGARDING ECONOMIC HARM RESULTING FROM A LINE 5  
SHUTDOWN**

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## I. INTRODUCTION AND STATEMENT OF *AMICUS CURIAE*<sup>1</sup> INTEREST

The State of Ohio has a significant interest in the continued operation of the West Line of Enbridge's Line 5 pipeline and will experience far-reaching consequences if it is shut down. Upon information and belief, the West Line is capable of operating safely. As the chief law enforcement officer for the State of Ohio, the Ohio Attorney General, joined by the Indiana and Louisiana Attorneys General, recognizes that environmental protection and economic impact are not mutually exclusive. Ohio, Indiana, and Louisiana all understand that Michigan regulators must protect the environment and public safety by maintaining the integrity of both the East Line and the West Line portions of the pipeline. And, just like Michigan, Ohio has a duty to protect the public trust in the Great Lakes. Ohio Enabling Act of April 30th, 1802, 2 Stat. 175, sec. 1. Indiana similarly shares an interest in maintaining the Great Lakes' ecosystem.

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<sup>1</sup> Under MCR 7.212(H)(3), the State of Ohio, joined by the States of Indiana and Louisiana, reports that no counsel for a party authored the *Amicus Curiae* Brief in whole or in part, and no counsel, nor any party made any monetary contribution intended to fund the preparation or submission of the brief. *Amicus Curiae* solely funded the preparation and submission of the Brief.

However, Ohio, Indiana, and Louisiana also owe a duty to their citizens whose livelihoods depend on commerce that crosses state lines. Ohio refineries, their employees, and key industrial stakeholders directly rely on Line 5's crude oil supply and its economic effects are strongly felt across state lines.

Based upon the best available information, it appears that the West Line has not incurred the type of damage that caused the Court to shut down the East Line. There is no reason, therefore, why issues with the East Line should impede the West Line's operation. Ohio, joined by Indiana and Louisiana, respectfully urges the Court to protect the economic health of individuals and businesses on both sides of the border by allowing the West Line to continue to operate.

## **II. LINE 5 HAS A SIGNIFICANT ECONOMIC IMPACT ON TOLEDO AND ON OHIO REFINERIES.**

### **A. Disrupting operation of Line 5 will have a serious economic impact.**

Shutting down the entirety of Line 5 would have very serious economic consequences for Toledo, Ohio and beyond. A shutdown would cut off the crude oil supply through the West Line. It would reduce the gas, diesel and jet fuel supply in Michigan, Ohio, Pennsylvania, Ontario and Quebec by 14.7 million gallons per day. *See* [https://www.enbridge.com/~/\\_/media/Enb/Documents/Factsheets/FS\\_Without\\_Line5\\_econ\\_impact.pdf?la=en](https://www.enbridge.com/~/_/media/Enb/Documents/Factsheets/FS_Without_Line5_econ_impact.pdf?la=en) (last viewed June 26, 2020). Ohio refineries, unlike refineries in the major port cities of the East, West, and Gulf coasts, do not have the luxury of having readily accessible alternative sources of crude-oil should a supply line be curtailed, cut-off, or shutdown. Instead, Ohio refineries rely on dedicated crude oil sources that, in turn, depend on contract and franchise rights. Line 5 (via Line 17, which is known as the "Toledo Pipeline") is therefore a lifeline for Ohio's refineries. *See* Exhibit A as attached.

Ohio's refineries fulfill crucial needs in Ohio, Michigan, Indiana, Illinois, and elsewhere in the Midwest by providing jet-fuel to airports and petroleum-based feedstock to industry. In the process, they directly and indirectly employ thousands of highly skilled trades workers and unskilled workers. Those Ohio refinery jobs, in turn, rely on material, labor, and service support from many thousands of other Ohioans working for suppliers and downstream businesses. The collective annual economic activity generated by these jobs is in the billions of dollars.

Shutting down the West Line will disrupt that activity. It will result in a devastating economic impact on Ohio, Indiana, Michigan, and the other States that rely on Ohio's refineries—all of whom are already reeling from the unprecedented economic crisis caused by COVID-19. Further economic disruption is something that all concerned should hope to avoid.

**B. There is no replacement for the crude oil supplied by Line 5.**

The economic risk posed by a shutdown of Line 5 is even greater because there are few (if any) alternatives that can replace the crude oil currently supplied by Line 5. Alternative delivery systems are inefficient and inconsistent at best and, in some cases, simply do not exist. According to Enbridge's published estimates, "[t]here are no viable options for replacing the volume of light crude delivered by Line 5, with rail able to provide less than 10% of that volume." *Id.* Shutting down Line 5 would, at best, force the refineries to depend on inferior and highly inefficient modes of transportation. The refineries would need to rely on rail, port, and truck transport, as well as other lines with capacity restrictions, and other types of crude oil that are less compatible. And all of that presumes that any of those alternatives are even available.

Independent analysis corroborates the supply impact. In 2018, Michigan Technological University issued a comprehensive report on Line 5. *2018 INDEPENDENT RISK ANALYSIS for the Straits Pipelines*, which can be viewed here:

<https://mipetroleumpipelines.com/document/independent-risk-analysis-straits-pipelines-executive-summary#> (last viewed June 26, 2020). It analyzes a Line 5 shutdown at Appendix G12. 2018 *INDEPENDENT RISK ANALYSIS for the Straits Pipelines*, Appendix G12 (A-G12.4.1 Petroleum Supply and Infrastructure Excluding Propane), which can be viewed here: [https://mipetroleumpipelines.com/sites/mipetroleumpipelines.com/files/document/pdf/Straits\\_Independent\\_Risk\\_Analysis\\_Final\\_Appendices.pdf](https://mipetroleumpipelines.com/sites/mipetroleumpipelines.com/files/document/pdf/Straits_Independent_Risk_Analysis_Final_Appendices.pdf). (last viewed June 26, 2020). Michigan Tech's analysis includes both of the Toledo, Ohio refineries, as well as others in the Ohio-Michigan region, which the Risk Analysis refers to collectively as the "Michigan area refineries." *Id.* at A-123 (*A-G12.4.1.3 Sources of Crude Oil for Detroit and Toledo Refineries*). That analysis confirms that there is no crude oil supply network for the Ohio and Michigan refineries that could make up for a complete Line 5 shutdown. *Id.* at A-131 (*A-G12.5.1.1 Line 5 Petroleum Refinery Operations Following Supply Disruption*). Michigan Tech concludes its analysis by highlighting the significant supply disruption that a shutdown of Line 5 would cause:

Thus, [t]he Line 5 shutdown in the short term would not only limit light crude oil, but heavy crude as well to refineries in Illinois, Ohio, Michigan, and Canada. The unexpected loss of 450,000 barrels per day of crude oil will require large reductions of refining crude inputs at facilities that affect Michigan and surrounding regions and a loss of product production that could even exceed that implied by the Line 5 crude volume loss alone.

*Id.*

Upon examining the Michigan Tech Report, a veteran of the Michigan Pipeline Safety Board went further and wrote to then Governor Snyder:

In my experience and professional opinion, the price impacts of an immediate shutdown of Line 5 would produce much larger petroleum product and propane price impacts than shown in the alternatives or risk studies due to the relatively in elastic nature of the demand for propane and other petroleum products in the short term.

*See Exhibit B, p.2 as attached.*

All signs point to a deep cause for concern if Line 5 is shutdown. The absence of any viable alternatives to Line 5 only exacerbates the economic risks of such a decision to Ohio, Indiana, Michigan, and elsewhere.

**C. The PBF Energy Toledo, Ohio Refinery is at risk if Line 5 is shutdown.**

The threats of economic harm caused by a shutdown of Line 5 are not abstract. The PBF Energy Toledo Refinery (“PBF Toledo Refinery”) *directly* employs 585 people in an array of occupations including engineers (mechanical, chemical, and civil), accountants, hard craft, building trades, and operators. It also *indirectly* employs an additional 600 contractors. The total annual economic activity produced by this facility alone is \$5.8 billion, resulting in \$9.2 million in payroll taxes. *See* Exhibit C as attached. Toledo Refining’s employees produce—per day—enough gasoline to fill 224,000 cars and enough jet fuel to fly around the world 42 times. Exhibit C. The PBF Toledo Refinery is a large-scale supplier of jet fuel to Detroit Metro Airport, Pittsburgh International Airport, Indianapolis International Airport, and other airports in the region. And its production is heavily dependent on the oil provided by Line 5.

On a daily basis, using crude oil that comes through Line 5, the PBF Toledo Refinery:

produces finished products including gasoline and ULSD [ultra-low-sulfur diesel], in addition to a variety of high-value petrochemicals including benzene, toluene, xylene, nonene and tetramer. Toledo is connected, via pipelines, to an *extensive distribution network throughout Ohio, Illinois, Indiana, Kentucky, Michigan, Pennsylvania and West Virginia*. The finished products are transported on pipelines owned by Sunoco Logistics Partners L.P. and Buckeye Partners. In addition, [the refinery] ha[s] proprietary connections to a variety of smaller pipelines and spurs that help [it] optimize [the] clean products distribution. A significant portion of Toledo’s gasoline and ULSD are distributed through the approximately 36 terminals in this network.

PBF Energy's 2018 Annual Report, at 16 (emphasis added); the entire publication can be found here: <https://investors.pbfenergy.com/~media/Files/P/PBF-Energy-IR-V3/documents/annual-reports-and-proxy/pbf-energy-2018-annual-report.pdf> (last accessed June 26, 2020).

Industrial production like this demonstrates that the PBF Toledo Refinery has a significant reach and that it supports significant economic activity. *See* Exhibit D attached. That activity is only made possible by the Refinery's major source of crude oil—Line 5 via the Toledo Line.

**D. The BP-Husky Toledo, Ohio Refinery is also at risk if Line 5 is shutdown.**

The BP-Husky Refinery in Toledo has an industrial scale and economic impact very similar to the PBF Toledo Refinery. It has a refining capacity of 139,000 barrels per day and produces 3.8 million gallons of gasoline, 715,000 gallons of jet fuel, and 1.1 million gallons of low sulfur diesel fuel. It *directly* employs approximately 625 people on a 585-acre complex, and it *indirectly* supports an additional 4,400 jobs. *See* Exhibit E as attached. Over 50 percent of the crude oil used by the BP-Husky Refinery is sourced from the Toledo Line. The BP-Husky Refinery also produces asphalt, kerosene, petroleum coke, fuel oil, aviation gas, propane, carbon dioxide, propylene, butane, and sulfur, all of which would likely be severely curtailed by a Line 5 shutdown.

Production at the BP-Husky Refinery, and the employees who make that production possible, have a significant economic impact on Ohio, Indiana, and the surrounding region. In 2017, the refinery yielded \$2.8 million to the State of Ohio in property and state/local income/franchise taxes. In 2016 and 2017, the company invested over \$900 million in its facility for safety, energy efficiency, and maintenance improvements. Exhibit E. It is therefore not just BP-Husky Refinery that will suffer economic hardship if Line 5 is shutdown—Ohio will as well.



**E. There is intense public concern over the economic loss that would be caused by a shutdown of Line 5.**

In a 2019 letter to Governor Whitmer and Attorney General Nessel, the North America's Building Trade Unions emphasized the impact that Ohio's Toledo Refineries have on the regional economy—and that Line 5 makes that impact possible. *See* Exhibit F as attached. They wrote that, “continued operation of [Line 5] is crucial to protecting and creating union manufacturing and other jobs in the Great Lakes states. Regional refinery jobs represent millions of manhours for the building and construction workers and tens of millions of dollars in income to the regional economy.” *Id.* Illustrating the extent of that impact, the Building Trades Unions wrote that:

The local gasoline and diesel market in both Michigan and the greater Northwest Ohio region would face the potential for significant refined product supply shortages, coupled with material price spikes that would likely be passed on to the consumer. As an example, one refinery in Ohio alone that relies on crude oil from Line 5 makes 15 percent of the state's fuel supply. The refinery is also one of the more significant jet fuel suppliers for the Detroit Metro Airport and provides Michigan consumers with reliable, affordable gasoline and diesel fuel.

*Id.*

The letter that Ohio Governor DeWine sent to Governor Whitmer last year emphasized the same point—“losing Line 5 would put more than 1,000 good-paying union jobs at risk in Ohio and Michigan.” *See* Exhibit G as attached.

The positions taken in each letter are consistent with the widely-available evidence that shows that Line 5's economic impact extends far beyond Ohio and Michigan. The common thread running through both letters is that, if Line 5 halts production, significant economic hardship will be thrust upon the entire region. That hardship will be extensively felt across a broad spectrum. It will be borne by thousands of union workers, businesses, and consumers alike.

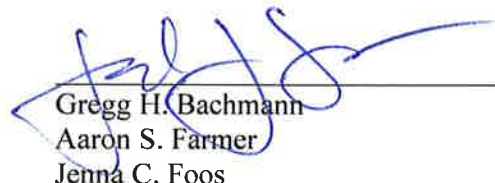
### III. CONCLUSION

As the Court considers the pending request for a preliminary injunction, the States of Ohio, Indiana, and Louisiana urge the Court to keep in mind the significant economic impact its decision will have on the residents, businesses, employees, and consumers in Ohio, Indiana, Michigan, and the surrounding region.

To be clear, Ohio, Indiana, and Louisiana do not ask this Court to allow Line 5 to resume operation if it cannot be operated in a way that protects against environmental harm. These States agree wholeheartedly that it is imperative to ensure the East Line meets the highest-engineering standard. It is the hope of these States, however, that reasonable assurances can be made regarding the West Line to provide the necessary environmental protection while avoiding the disastrous economic impact that a wholesale Line 5 shutdown would cause.

Respectfully submitted,

**DAVE YOST**  
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Dated: June 29, 2020

# **EXHIBIT A**

# Enbridge Pipelines in Michigan: Fueling Michigan's economic engine

Enbridge's energy infrastructure has helped fuel quality of life in Michigan for more than 65 years. Enbridge pipelines deliver the products that heat homes and businesses, fuel vehicles and power industry across the state.

## Line 5

A 645-mile, 30-inch-diameter pipeline carrying light crude and Natural Gas Liquids (NGLs) from Superior, WI to Sarnia, ON, Canada. Deliveries are made in Rapid River and Marysville, MI. Injections of Michigan crude oil are made at Lewiston, MI. The remainder of light crude oil and NGLs are delivered to refineries in Ontario, Canada, also providing benefits to Michigan consumers and industry.

## Line 17 (Toledo Pipeline)

An 88-mile, 16-inch-diameter pipeline carrying light, medium and heavy crude oil from Stockbridge, MI to Toledo, OH.

## Line 78

A 374-mile, 30-to-36-inch-diameter pipeline carrying light, medium and heavy crude oil from Pontiac, IL to Sarnia, ON, Canada.

## Line 79

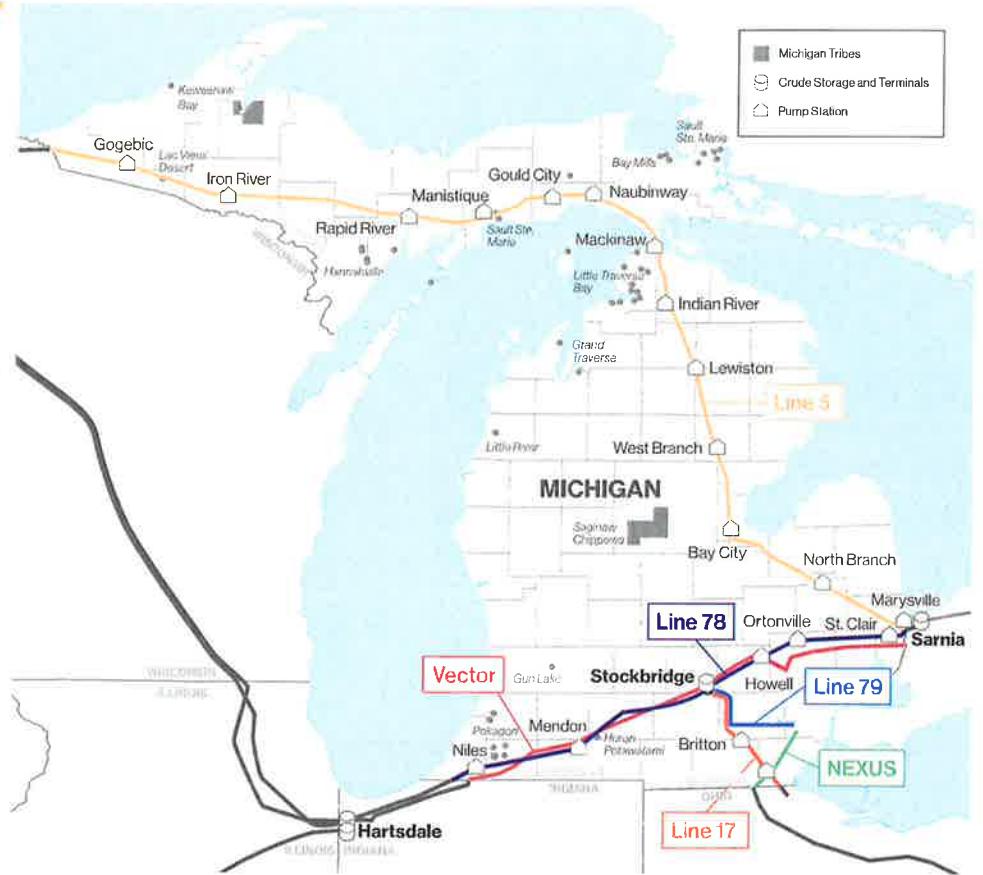
A 61-mile, 16-to-20-inch-diameter pipeline carrying light, medium and heavy crude from Stockbridge, MI to Van Buren, MI.

## NEXUS Gas Transmission

A 256-mile, 36-inch-diameter interstate pipeline system delivering up to 1.5 Bcf/d of natural gas to markets in the U.S. Midwest, including Michigan, Ohio, and the Chicago area.

## Vector Pipeline

A 348-mile, 42-inch-diameter natural gas transmission pipeline originating in Joliet, IL, traversing through Michigan and terminating at the Dawn Hub storage and transport facility near Sarnia, ON, Canada. Vector is a joint venture between Enbridge and DTE Energy Company. It connects with Alliance Pipeline and other pipelines near Chicago, and delivers 1.3 Bcf/d of natural gas to local distribution and end-user customers in Michigan, Illinois, Indiana and Ontario.



| Current Operations Liquids                         | Line 5  | Line 78    | Line 17   | Line 79    |
|--|---------|------------|-----------|------------|
| <b>CAPACITY:</b><br>(Thousands of barrels per day) | 540     | 500        | 101       | 80         |
| <b>PIPE SIZE:</b>                                  | 30 inch | 30/36 inch | 16 inch   | 16/20 inch |
| <b>CONSTRUCTED:</b>                                | 1953    | 2014       | 1954/1998 | 1959/2011  |

| Current Operations Gas Transmission              | NEXUS   | Vector  |
|--|---------|---------|
| <b>CAPACITY:</b><br>(Billion cubic feet per day) | 1.5     | 1.3     |
| <b>PIPE SIZE:</b>                                | 36 inch | 42 inch |
| <b>CONSTRUCTED:</b>                              | 2018    | 2000    |

# **EXHIBIT B**

*Jeffrey R. Pillon, Member  
Michigan Pipeline Safety Advisory Board*

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August 27, 2018

The Hon. Rick Snyder  
Governor of the State of Michigan  
Lansing , Michigan

Dear Governor Snyder:

I'm a member of the Michigan Pipeline Safety Advisory Board to which you appointed me to as a technical consultant. I thank you for this opportunity to serve on this board. As a matter of public policy it is vitally important to reducing the potential environmental risks and economic consequences of the Enbridge pipeline's on Straits of Mackinac and liquid petroleum and NGL pipelines in general. It is also important that we assure an adequate and reliable supply of petroleum products to the people and business in the State of Michigan and investments needed in the state aging infrastructure.

Based in my review of the extensive research and studies that have been done over the last few years I generally concur with the studies that the only viable alternative to the existing pipeline crossing the Straits of Mackinac is the construction of a tunnel for a new pipeline. This would then replace the existing pipelines on the bottom of the Straits. This is the best option for nearly eliminating the risk of a Line 5 oil spill into the Great Lakes. This proposal is detailed in the "Report to the State of Michigan on Alternatives for Replacing Enbridge dual Line 5 pipelines crossing the Straits of Mackinac"<sup>1</sup>( Alternative Study), dated June 15, 2018.

This new pipeline running through a tunnel under the Straits of Mackinac should be constructed as expeditiously as possible while assuring the necessary environmental and safety requirements are met. To the extent that permits might be expedited, to reduce the lead time, that should be considered as may be appropriate.

Other critical pipeline water crossing points that present significant risks have also been studied and prioritized<sup>2</sup>. This work has produced an action plan for mitigation programs for each individual prioritized crossing. This work should continue and critical points of vulnerability at these locations remediated.

I have based these conclusions on the following facts.

- The cost to construct this tunnel and pipeline is estimated to be between \$350 and \$500 million. The environmental and economic risk of a worst-case scenario for a Line 5 leak is estimated at \$1.8 billion<sup>3</sup>. This risk number in my view is at the low end of the range of potential impacts since the risk study stated it was unable to quantify a number of aspects of the environmental and economic impacts. The potential petroleum price impacts reflected in this number I believe are also under estimated.

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<sup>1</sup> <https://mipetroleumpipelines.com/document/enhancing-safety-and-reducing-potential-impacts-line-5-water-crossings>

<sup>2</sup> ibid

<sup>3</sup> <https://mipetroleumpipelines.com/document/risk-analysis-straits-pipelines>

- Virtually all of the other alternatives that were examined were both more costly and did not reduce the risk to the degree that a tunnel would do so. In some instance while the environmental risk were reduced for the Straits of Mackinac, other new risks would be created elsewhere.
- There have been studies to suggest that the US and Canada had sufficient surplus capacity that would allow Line 5 to be shut down and rerouted through the existing pipeline network. Some of the analysis only considered the volumes required for use in Michigan. The “Alternatives Analysis for the Straits Pipelines”<sup>4</sup> report prepared by Dynamic Analysis” concluded this was not feasible and the “Independent Risk Analysis for the Straits Pipeline” (Risk Study) led by Michigan Technological University also indicated there was insufficient pipeline capacity to make up for the immediate shutdown of line 5<sup>5</sup>.
- In my experience and professional opinion the price impacts of an immediate shutdown of Line 5 would produce much larger petroleum product and propane price impacts than shown in the alternatives or risk studies due to the relatively in elastic nature of the demand for propane and other petroleum products in the short term. For example, the draft Independent Risk Analysis for the Straits Pipeline, Appendix GI-2 Short-term Impacts on Petroleum Supply from a Line 5 Disruption shows the large price response from two events. BP had to shut down a large part of its Whiting refinery unexpectedly in August of 2015. This caused Chicago retail prices to jump 70 cents per gallon from August 10 to August 17 and did not return to August 10 levels until mid-September<sup>6</sup>. Michigan prices during this time also followed a similar price path. The polar vortex during the winter of 2013/2014 was caused high propane demand for crop drying, followed by severe cold weather and coupled with a reversal of the pipeline that supplied propane in the upper Midwest. The Michigan residential propane price spikes were large. In February 2014 prices peak at \$3.76 a gallon compared to \$2.02 in October 2013<sup>7</sup>, a \$1.74 increase. This caused serious hardship for propane customers because both there usage and prices when up dramatically.

I’m also basing my conclusions on my experience during the 36 years I worked for the State of Michigan. I was responsible for energy supply/demand forecasting, energy emergency planning, preparedness and response, and critical infrastructure protection where risk assessment was a critical component of this work. I dealt with many energy supply disruptions over this time and nearly all caused price shocks. Since I left the state of Michigan in 2009 I have served as Director of Energy Assurance for the National Association of State Energy Officials which works with states across the country to help them improve their energy emergency preparedness and response plans and efforts to protect and enhance the resiliency of critical energy infrastructure.

Finally, in a testimony given in 2017 to the Subcommittee on Energy, US House Committee on Energy and Commerce, Ms. Valerie Brader, former Executive Director of the Michigan Agency for Energy well summarizes Michigan’s dependencies and vulnerabilities in the event of major energy disruption:

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<sup>4</sup> Alternatives Analysis for the Straits Pipelines October 26, 2013, page ES-10 found the use of existing pipeline infeasible. See: <https://mipetroleumpipelines.com/document/alternatives-analysis-straits-pipeline-final-report>

<sup>5</sup> “Independent Risk Analysis for the Straits Pipeline”, Appendix GI-2 Short-term Impacts on Petroleum Supply from a Line 5 Disruption July 20, 2018, pages 75 says, “The supply network generally runs near capacity, which creates challenges in making up for lost volumes. With the loss of Line 5 light crude oil, other pipelines would typically increase their volumes of light crude deliveries, but it would be at the expense of their heavy crude oil deliveries. Thus, a Line 5 shutdown in the short term would not only limit light crude oil, but heavy crude as well to refineries in Illinois, Ohio, Michigan, and Canada.”

<sup>6</sup> Appendix GI-2 Short-term Impacts on Petroleum Supply from a Line 5 Disruption July 20, 2018, pages 72.

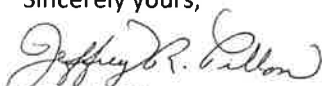
<sup>7</sup> [https://www.michigan.gov/energy/0,4580,7-230-73789\\_83112\\_83114\\_85696---,00.html](https://www.michigan.gov/energy/0,4580,7-230-73789_83112_83114_85696---,00.html)



“...the petroleum market is highly interconnected. We rely on products produced or refined out of state or across the border in Canada, and other states and Canadian provinces rely on products produced in, or transported through, Michigan. For example, natural gas liquids such as propane are procured in part from western Canada; products are refined in neighboring states and shipped to Michigan via rail, truck, and pipeline; and Ontario’s crude oil supplies are largely supplied via pipelines in Michigan. The interconnectivity of the petroleum market means that small events can create regional price shocks, and larger events can quickly cascade into a national crisis requiring federal action and assistance.”

I hope you find these comments helpful as you work to make a final determination as to how the State of Michigan can best address the need to reduce the risk of the Enbridge pipeline line 5 to the Straits of Mackinac and improve the overall safety of petroleum pipelines in Michigan. I would be happy to address any questions you or your staff may have.

Sincerely yours,



Jeffrey R Pillon

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Office: 517-580-7626

# **EXHIBIT C**

# Energy drives quality of life

Household & transportation



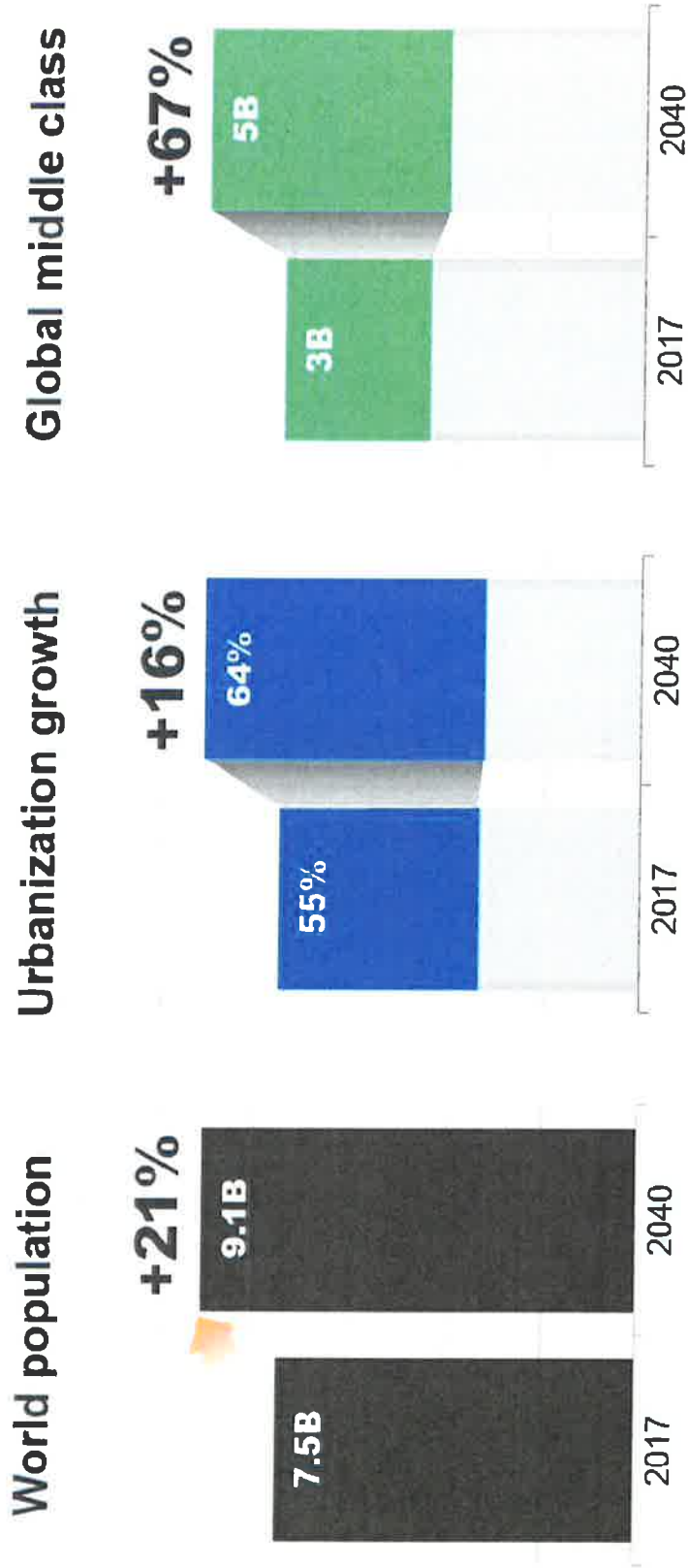
Energy inputs



Everyday uses of energy

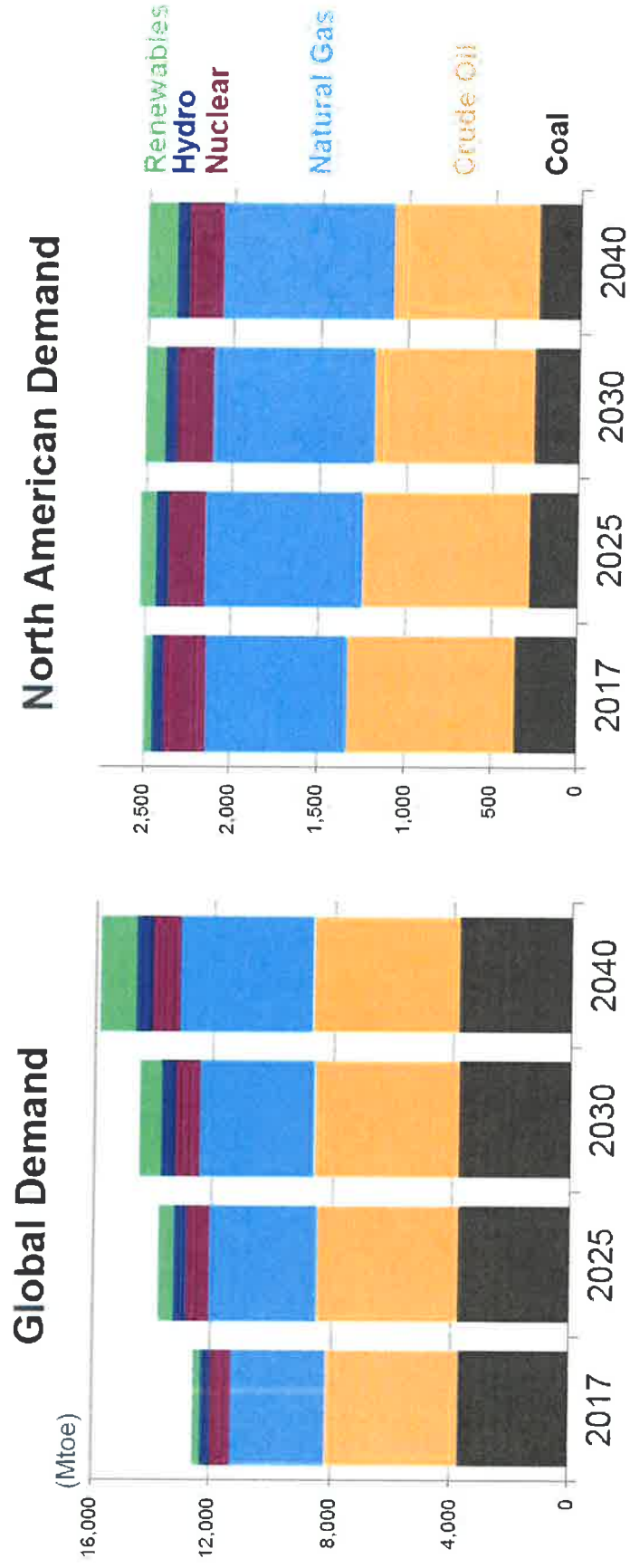


# Global energy demand will rise...



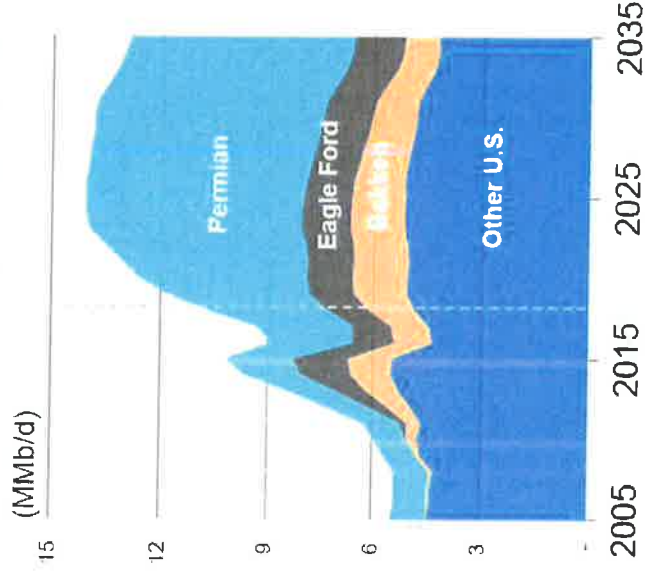
Source: International Energy Agency, EXXON Mobil View to 2040

# All supplies are needed...



# U.S. is a leading producer & exporter

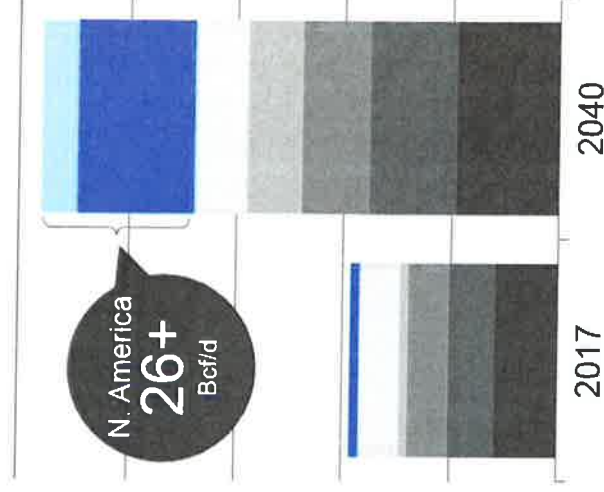
U.S. crude production



U.S. crude exports



LNG export growth



# What the industry is doing



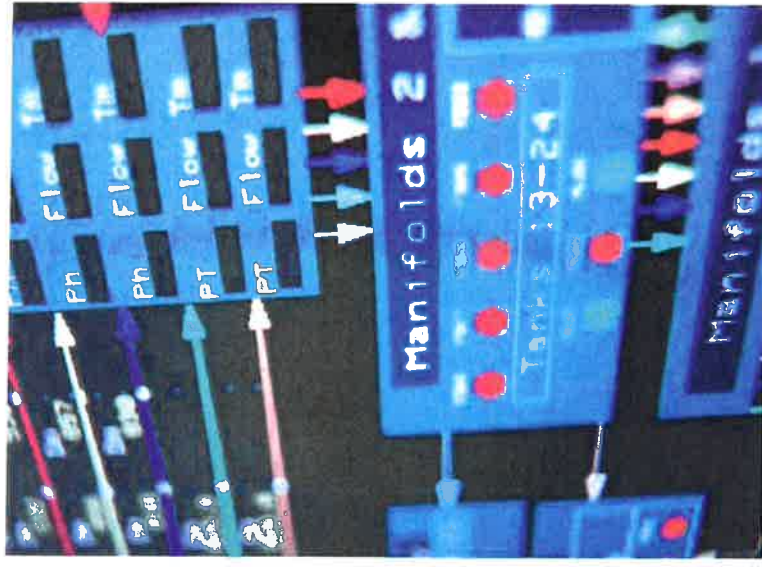
Reducing emissions



Investing in renewables



Leveraging technology



# Toledo Refining Company

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- ✓ **585 Direct Jobs**  
(mechanical, chemical, civil engineers, accountants, hard craft, building trades, operators)
- ✓ **600 Contractor Jobs**
- ✓ **\$5.8 Billion Annual Economic Output**
- ✓ **\$9.2 Million Payroll Taxes**



# Toledo Refining Company

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- ✓ **\$2.2 Million Monthly  
Electric Bill**
- ✓ **\$2.7 Million Monthly  
Gas Bill**
- ✓ **\$1.1 Million Monthly  
Water/Sewer Bill**
- ✓ **\$9.2 Million Payroll  
Taxes**

# **Toledo Refining Company Produces Daily:**

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- ✓ **Enough gasoline to fill  
224,000 cars**
- ✓ **Enough diesel to drive a  
semi from NY to LA 2700  
times**
- ✓ **Enough jet fuel to fly  
around the world 42  
times**

# **Toledo Refining Company Produces Daily:**

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- ✓ **Enough propane to fill  
45,000 grill propane  
tanks**
- ✓ **Enough butane to fill  
160 Million Bic lighters**

## **Toledo Refining Company Produces Daily:**

- 
- ✓ **\$400,000 gallons of heavy fuel oil**
  - ✓ **Numerous chemicals for other industries (building blocks for plastics, synthetic fibers, etc.)**
  - ✓ **50 tons of sulfur**

# **EXHIBIT D**



**PBF Energy Inc.**  
One Sylvan Way, 2<sup>nd</sup> Fl.  
Parsippany, NJ 07054  
PH: 973-455-7500  
[www.pbfenergy.com](http://www.pbfenergy.com)

June 29, 2020

Judge James S. Jamo  
Circuit Court for the 30<sup>th</sup> Judicial District  
Ingham County  
341 S. Jefferson St.  
Mason, MI 48854

Re: Nessel v. Enbridge No. 19-474-CE

I am writing on behalf of PBF Energy Inc., and our subsidiary, Toledo Refining Company LLC, to urgently request that the temporary restraining order that has resulted in the closure of Enbridge's Line 5 be lifted and the State of Michigan's injunction request rejected to allow safe resumption of operations on the west leg of Enbridge's Line 5 pipeline. As widely documented, Line 5 is a vital artery for transporting crude oil and natural gas liquids to destinations in the U.S. and Canada, historically supplying over 40 percent of the crude to regional refineries.

PBF is an independent petroleum refiner and supplier of unbranded transportation fuels, heating oil, petrochemical feedstocks, lubricants and other petroleum products in the United States. The company currently owns and operates six domestic oil refineries in five states – Ohio, Delaware, New Jersey, Louisiana and California - and related logistics assets with a combined processing capacity of approximately one million barrels per day. PBF employs more than 4,000 people nationally.

In addition to supplying products to the regional economy, PBF's Toledo refinery is also a major economic engine for Ohio and Southern Michigan more broadly. The facility employs over 550 full time employees, and has historically had as many as 600 contractors working there. The Northwest Ohio Building & Construction Trades Council has publicly stated that the Toledo Refinery alone is responsible for more than one million hours of employment each year.

PBF Energy's Toledo Refinery, several other regional fuel manufacturers, and ultimately, workers and consumers in Michigan, Ohio and throughout the Midwest, are being adversely impacted by the closure of Line 5. Extending the court's order would cause irreparable harm to all these parties. This harm arises because there are no existing alternatives to Line 5 that can immediately and economically supply the needed quantity of crude oil to regional refineries.

According to a Michigan Technological University's independent risk analysis of Line 5, if the pipeline is shut down prior to replacement, the impact will be especially significant for Michigan and the broader Midwest Region, which would be advanced if the current order continues in place:

**"The northern *Midwest does not have crude oil or product supply flexibility* like areas on the Gulf Coast or New York Harbor. *Following any large*, extended supply disruption in that part of the upper Midwest, petroleum product marketers act quickly to bid away existing supplies, and with supply falling short of demand, *prices would typically increase substantially*. In turn, a disruption in supply causing a spike in cost would help to attract product from more distant areas, which would ease the initial price surge, but *infrastructure limitations challenge the ability to deliver distant supplies into this part of the country.*"**

The analysis also states:

**"Michigan is part of a large petroleum product network that extends outside of the state, but *much of that network runs at capacity normally*. The product supply loss from refinery reductions during an extended Line 5 shutdown would likely be large. Marketers would be scrambling to line up what additional supplies they could find in places like Chicago, but much supply would have to be delivered from distant sources by truck – a costly supply solution. ...*Expensive sources of marginal supply and concerns over the availability of volumes to replace losses combine to increase pressure on product prices.*"**

If the Line 5 shutdown continues beyond Tuesday, the State of Michigan and the Midwest region will be adversely impacted by the resulting lack of crude oil to support the operations of PBF's Toledo Refinery and other Northwest Ohio fuel manufacturers that typically produce:

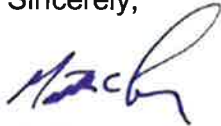
- 30 percent of Ohio's gasoline and 42 percent of Southeastern Michigan's gasoline;
- 35 percent of Ohio's diesel and 14 percent of non-jet diesel for Southeastern Michigan; and
- The majority of the fuel to the Detroit Airport. Northwest Ohio's refiners are also major suppliers to the Pittsburgh, Pennsylvania, Indianapolis, Indiana, Akron, Dayton, Columbus and Cleveland.

In light of the circumstances, we respectfully urge you to consider the evidence presented by Enbridge demonstrating that the west leg of Line 5 can be operated safely and reliably, reject the State of Michigan's injunction request, and allow the safe resumption of operation on the west leg of Enbridge's Line 5 pipeline. We believe the evidence presented by Enbridge will clearly demonstrate compliance with the safety regulations imposed and administered by the federal Pipeline and Hazardous Materials Safety Administration, which has regulatory oversight for pipelines operated in the

United States, but has not imposed any restrictions or limitations on the operation of Line 5.

In light of the foregoing facts, we respectfully request the Court to take into account the irreparable harm that will arise from the continuing shutdown of Line 5 on the many affected parties, including PBF Energy and Toledo Refining Company LLC.

Sincerely,

A handwritten signature in blue ink, appearing to read "M. Lucey", written in a cursive style.

Matthew Lucey  
President



# **EXHIBIT E**

# Ohio



## BP's economic investment

Since 2016, the BP-Husky Toledo Refinery has completed its largest maintenance turnaround in 40 years, along with the largest facility building project in its entire history. Both have helped the refinery improve safety and become more efficient in its use of energy.

The turnaround project took place in the summer of 2016, when Toledo brought in an additional 3,000 contractors to work alongside its regular personnel. The renovations and equipment upgrades included changing out catalysts, tying in new processing units and installing new metallurgy to help the site process greater volumes of lower-cost crude oil from Canada.

More recently, Toledo replaced its Refinery Excellence Center with a new, more energy-efficient building that features a higher concentration of LED lighting technology and a state-of-the-art maintenance facility. Covering 90,000 square feet, the new building houses roughly 200 employees. To construct the maintenance facility, BP relied on local, Toledo-area craftsmen.

"The new Refinery Excellence Center demonstrates both our commitment to safety and our commitment to using energy as efficiently as possible," says Refinery Manager Des Gillen. "It was the biggest project of its kind in our history, and we're already seeing positive results."

Some of Toledo's other energy efficiency initiatives include changing light fixtures to consume less power and enhancing operational controls to make better use of steam.

Located in the city of Oregon, Ohio — just east of Toledo proper — the refinery can process up to 160,000 barrels of crude oil each day. BP operates it as part of a joint venture with Husky Energy, providing the Midwest with gasoline, diesel, jet fuel, propane and asphalt.

The refinery can produce enough gasoline each day for an average car to drive back and forth from Toledo to Miami more than 30,000 times. Meanwhile, it can produce enough jet fuel each day for an airplane to fly round-trip from Toledo to Miami 100 times.

To train people for both the routine and the unexpected, the refinery uses advanced simulators, including high-fidelity equipment that replicates real operations and processes.

A separate training program enables workers to improve their footing and balance in winter weather or slippery conditions by practicing on a mechanical "slip simulator." BP has shared this technology with local firefighters, police officers, rescue personnel and others.

In 2017, the Toledo Refinery opened a new, interactive hazard recognition training facility that can reproduce actual workplace scenarios and help workers learn how to identify potential problems.

"We believe in fostering a people-based safety culture," says Gillen. "We want our leaders and employees to work together as a cohesive unit, with everyone speaking up, sharing information and providing feedback to each other. The success of our refinery depends on our safety culture, and our safety culture depends on engaging and empowering our people."

Beyond developing its current workforce, the Toledo Refinery also helps cultivate America's workforce of the future.

For example, it has partnered with the University of Toledo (UT) to sponsor a scholarship program that gives local high school students the opportunity to pursue a career in engineering. The students who are selected attend summer college-prep courses, and after successfully completing three years of classes, they receive full scholarships to study engineering at UT.

In addition, BP has donated more than \$300,000 to UT over the past five years to support engineering and business education programs for women and minorities.

By the numbers\*

**\$920 million+**  
Spent with vendors

**610+**  
Vendors supported

**4,400+**  
Total jobs supported

**600+**  
BP employees

**\$2.8 million+**  
Property and state/ local  
income/ franchise taxes paid

**\$3.1 million+**  
Community spend (2013-2017)

\* Vendor and tax paid figures for the year ended December 31, 2017. BP employees and retail station figures as of June 30, 2018. Community spend includes BP Foundation.

## Fast facts

The BP-Husky Toledo Refinery can process up to 160,000 barrels of crude oil each day.

It can produce enough jet fuel each day for an airplane to fly round trip from Toledo to Miami 100 times.

Over the past five years, BP has donated more than \$300,000 to the University of Toledo to support engineering and business education programs for women and minorities.

# **EXHIBIT F**



North America's Building Trades Unions

June 14, 2019

The Honorable Gretchen Whitmer  
Governor of Michigan  
PO Box 30013  
Lansing, Michigan 4909

Attorney General Dana Nessel  
G. Mennen Williams Building  
525 W. Ottawa Street  
PO Box 30212  
Lansing, MI 48909

Sean McGarvey  
*President*

Brent Booker  
*Secretary/Treasurer*

Newton B. Jones  
*Boilermakers*

Kinsey M. Robinson  
*Roofers*

James P. Hoffa  
*Teamsters*

Terry O'Sullivan  
*LiUNA*

James Boland  
*Bricklayers and  
Allied Craftworkers*

Frank Christensen  
*Elevator Constructors*

Kenneth E. Rigmaiden  
*Painters and Allied Trades*

James T. Callahan  
*Operating Engineers*

Joseph Sellers, Jr.  
*SMART*

Lonnie Stephenson  
*IBEW*

Eric M. Dean  
*Ironworkers*

James P. McCourt  
*Insulators*

Daniel E. Stepano  
*Plasterers' and  
Cement Masons'*

Mark McManus  
*UA*

Dear Governor Whitmer and Attorney General Nessel:

On behalf of the more than 3 million skilled craft professionals that comprise the 14 affiliates of North America's Building Trades Unions (NABTU), I write urging you to support Enbridge's Line 5 tunnel and replacement plan while ensuring the continued operation of the existing pipeline until the new one is in service. Keeping both the pipeline operational and the replacement plan on track is critical to protecting and creating jobs throughout the entire Great Lakes region. It is hard to believe that our members are still recovering from the devastating effects of the Great Recession and now they are being subjected to Michigan's misguided, politically-driven, decisions overturning the agreements which would have put NABTU members to work replacing Line 5.

As you know, for the past 60 years, consumers have relied on Line 5 to provide necessary, reliable, and safe energy supplies for the entire Great Lakes region. The pipeline provides refineries in Michigan, Canada, Ohio, and Pennsylvania with approximately 42 percent of the resources needed to power the local economies. These refineries process a total of 1.3 million barrels per day of oil into fuels and other petroleum products that Great Lakes region consumers demand daily. Without Line 5, these energy manufacturers would lose a vital source of reliable domestic crude oil, leading to harmful economic impacts.

The local gasoline and diesel market in both Michigan and the greater Northwest Ohio region would face the potential for significant refined product supply shortages, coupled with material price spikes that would likely be passed on to the consumer. As an example, one refinery in Ohio alone that relies on crude oil from Line 5 makes 15 percent of the state's fuel supply. The refinery is also one of the more significant jet fuel suppliers for the Detroit Metro Airport and provides Michigan consumers with reliable, affordable gasoline and diesel fuel.

Additionally, continued operation of the pipeline is crucial to protecting and creating union manufacturing and other jobs in the Great Lakes states. Regional refinery jobs represent millions of man hours for the building and construction workers and tens of millions of dollars in income to the regional economy. Additionally, the half a billion-dollar tunnel project will create thousands more union jobs. The retail, food, tourism industries will also benefit from the increased business that comes with such major projects.

Finally, much independent analysis has concluded a tunnel for a new pipeline is the only viable and safest plan for replacing the existing Line 5. Ensuring the continued operation and safe replacement of this critical infrastructure is crucial for Great Lakes region. On behalf of all the NABTU members and affiliated unions, I urge you to support Enbridge's Line 5 replacement plan while also ensuring the uninterrupted operation of the existing pipeline.

Sincerely,

Sean McGarvey  
President

*Value on Display. EVERY DAY.*

# **EXHIBIT G**



**MIKE DEWINE**  
**GOVERNOR OF OHIO**

Administration  
Office 614.644.4357

77 S. High Street, 30<sup>th</sup> Floor  
Columbus, OH 43215  
[www.governor.ohio.gov](http://www.governor.ohio.gov)

June 17, 2019

Honorable Gretchen Whitmer  
Governor of Michigan  
PO Box 15282  
Lansing, MI 48901

Dear Governor Whitmer:

Thank you for taking the time to meet with me in Milwaukee over the weekend. As we discussed, I certainly understand and appreciate the challenges you face as you balance the environmental and economic threats that currently face our states.

Lieutenant Governor Jon Husted and I appreciate that you are evaluating the situation in regards to Line 5 in a comprehensive manner and are considering the effect that any resolution may have on the entire region. Ohio has two refineries near the border that supply a significant percent of gasoline, diesel, and jet fuel to Ohio and Southeast Michigan. In fact, our refineries supply the majority of aviation fuels to Detroit Metro Airport that cannot currently be replaced in any significant capacity without Line 5. As you know, losing Line 5 would also put more than 1,000 good-paying union jobs at risk in Ohio and Michigan. Our states have much at risk in terms of potential fuel price spikes, lost jobs, airline schedule disruptions and lost transportation project funding.

We ask that you please consider options to improve the safety of Line 5 that does not result in taking the pipeline offline. If we can be of any assistance as you continue to evaluate the situation and seek resolution, do not hesitate to call.

Very respectfully yours,

Mike DeWine  
Governor

Jon Husted  
Lt. Governor

*GREAT BEING WITH YOU.  
LOOK FORWARD TO WORKING  
WITH YOU ON GREAT LANDS ISSUES.  
Mike*