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Williams
2800 Post Oak Boulevard
Houston, Texas 77056
713.215.2111

May 19, 2009

Mr. Chris Hoidal
Director, Western Region
Pipeline and Hazardous Materials Safety Administration
12300 W. Dakota Ave., Suite 110
Lakewood, CO 80228

VIA FEDERAL EXPRESS

Re: CPF 5-2009-1003

Dear Mr. Hoidal:

This is submitted in response to the Notice of Probable Violation (NOPV), Proposed Civil Penalty, and Proposed Compliance Order (PCO) issued in this docket, which was received on April 21, 2009.

With respect to the NOPV, we respond as follows:

We request an informal hearing, without the presence of counsel, on Violation Nos. 5-7. Williams believes that the issues presented in numbers 5, 6 and 7 do present a Williams O&M Manual compliance issue, but not a safety problem. Field judgment came into play to assure a safe pipeline while the nature of the subject anomalies was in question. Williams continually works with industry experts to refine and update its manual of operations based on the latest practices and standards to operate as safely, reliably, and efficiently as possible. Williams is in the process of scrutinizing the subject procedure to identify whether it still meets those criteria. In the meantime, Williams agrees to schedule an upgrade of the repair(s) to meet its current requirements.

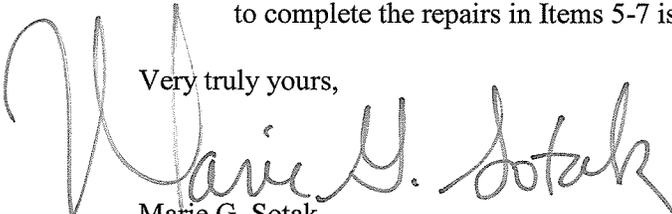
With respect to the Proposed Civil Penalty, we respond as follows:

We request an informal hearing, without the presence of counsel, on the assessment of penalties for Item Nos. 5-7. Williams takes issue with the assessment of three separate penalties for essentially the same violation and requests that two of the three penalties be eliminated.

With respect to the PCO, we respond as follows:

We request a modification of the PCO whereby the currently written 30-day period to make the submissions required in Items 5-7 is extended to 90 days and the 90-day period to complete the repairs in Items 5-7 is extended to 180 days.

Very truly yours,



Marie G. Sotak
Manager, Pipeline Safety
Williams Gas Pipeline