



Tesoro Great Plains Midstream LLC
19100 Ridgewood Parkway
San Antonio, Texas 78259

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October 18, 2016

Mr. Alan C. Beshore
Director, Central Region
PHMSA, Office of Pipeline Safety
901 Locust Street, Suite 462
Kansas City, Missouri 64106-2641

RE: CPF 3-2016-5008M

Dear Mr. Beshore:

Tesoro Great Plains Midstream LLC ("Tesoro Great Plains") received a Notice of Amendment (NOA) dated September 19, 2016 from the Pipeline and Hazardous Materials Safety Administration (PHMSA). The NOA is a result of a 2015 PHMSA inspection and alleges inadequacies found within operation and maintenance (O&M) and integrity management (IM) procedures for Tesoro Great Plains' pipeline assets located in North Dakota. Tesoro Great Plains' written response to the NOA is provided below.

A PHMSA representative conducted an inspection of Great Northern Midstream LLC's and BakkenLink Pipeline LLC's O&M and IM procedures at their office located in Mandan, North Dakota on July 5-11 and 19-24 2015. In January 2016, Tesoro Great Plains Holdings Company LLC, a wholly owned subsidiary of Tesoro Corporation, acquired Great Northern Midstream LLC, which was wholly owned by Great Northern Midstream Holdings LLC. Upon acquisition of Great Northern Midstream LLC, ownership of its operating subsidiaries, which included BakkenLink Pipeline LLC, passed to Tesoro. The name of Great Northern Midstream LLC was changed to Tesoro Great Plains Midstream LLC but the legal status did not change. Tesoro Great Plains Midstream LLC has continued to be the first tier parent for the operating companies.

Since the acquisition, Tesoro Great Plains has been in the process of integrating and transitioning Great Northern Midstream LLC's and BakkenLink Pipeline LLC's pipeline safety programs to Tesoro's existing safety programs ("Tesoro's Corporate Programs"). Accordingly, the IM, Operator Qualification and Public Awareness Programs will be transitioned to Tesoro's Corporate Programs by December 19, 2016 as required under the NOA. Tesoro's Corporate Programs have previously undergone multiple reviews and inspections by PHMSA, including PHMSA's comprehensive inspection of the IM procedures in October 2015. Therefore, we expect this transition will completely address the inadequacies identified by PHMSA in the NOA. In order to avoid duplication efforts, we do not plan to resubmit copies of Tesoro's Corporate Programs unless otherwise directed. This change will be initiated immediately through Tesoro's management of change process.

CPF 3-2016-5008M

With respect to Tesoro Great Plains' O&M Manual, we will revise the procedures to address the inadequacies identified in the NOA and submit an amended O&M Manual to PHMSA for review and approval by December 19, 2016. It should be noted that we will continue the process of similarly transitioning Tesoro Great Plains' O&M procedures to Tesoro's Corporate Program.

Tesoro Great Plains respectfully requests that PHMSA accept this correspondence as a timely response to the NOA, and finds the information provided herein as resolution to the inadequacies identified in the NOA.

If you have any questions regarding this response or would like to discuss further, please do not hesitate to contact me at 210.626.6343 or aaron.w.martinez@tsocorp.com.

Sincerely,



Aaron W. Martinez
Director, Compliance - Logistics

cc: Mr. Don J. Sorensen - SVP, Logistics