

**ENABLE GAS TRANSMISSION, LLC**  
**AND**  
**ENABLE MISSISSIPPI RIVER TRANSMISSION, LLC**

The following Implementation Procedures are effective July 1, 2019 and were posted to

EGT's and MRT's Internet Websites on July 11, 2019

**Appendix A  
to  
Enable Midstream's FERC Compliance Plan**

**ENABLE GAS TRANSMISSION, LLC**

**AND**

**ENABLE MISSISSIPPI RIVER TRANSMISSION, LLC**

**IMPLEMENTATION PROCEDURES**

**FOR**

**FERC STANDARDS OF CONDUCT**

**FOR**

**TRANSMISSION PROVIDERS**

**EFFECTIVE JULY 1, 2019**

**IMPLEMENTATION PROCEDURES**  
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## **I. Statement of Policy**

It is the policy of Enable Midstream Partners, LP and its subsidiaries, Enable Gas Transmission, LLC (“EGT”) and Enable Mississippi River Transmission, LLC (“MRT”), to comply with the Federal Energy Regulatory Commission’s (“FERC” or “Commission”) Standards of Conduct for Transmission Providers (“Standards of Conduct”) set forth in Part 358 of FERC regulations, 18 C.F.R. Pt. 358. To achieve this objective, EGT and MRT have developed and published these Implementation Procedures. The Marketing Function Employees (“MFEs”) of EGT’s and MRT’s Affiliates must function independently from the Transmission Function Employees (“TFEs”) of EGT and MRT (EGT and MRT do not employ any MFEs). In the event that an Affiliate previously determined not to have MFEs changes the manner in which it conducts its business, that Affiliate should promptly contact EGT’s and MRT’s Chief Compliance Officer (FERC), or his or her designee (collectively, the “CO”), in order for a prompt determination to be made as to whether such business activity causes the Affiliate to have MFEs.

The Implementation Procedures further specify training requirements, hiring practices, and the requirement that EGT and MRT provide service on a not unduly discriminatory basis. Documentation requirements and the required public disclosure of certain information, as specified in the Standards of Conduct, are set forth in the Implementation Procedures. Should any employee, customer or potential customer have any questions concerning these Implementation Procedures, or wish to report any departure from or potential non-compliance with the Standards of Conduct or these Implementation Procedures, they may contact the CO identified in these Implementation Procedures. It is the policy of Enable Midstream and its gas transmission subsidiaries that communications with the CO will be addressed as promptly as practicable.

## **II. Applicability**

The Standards of Conduct apply to the relationship between the TFEs of EGT and MRT on the one hand, and the MFEs of their Affiliates, on the other hand. EGT and MRT maintain an updated list of Affiliates that employ MFEs on their respective Internet Websites under the link “Standards of Conduct.” CenterPoint Energy Services, Inc. employs MFEs. Neither EGT nor MRT employ any MFEs.

## **III. General Principles**

Section 358.2 of FERC’s regulations, 18 C.F.R. § 358.2, contains the following Standards of Conduct principles, which have been excerpted to reflect how those definitions apply to EGT and MRT.

- A.** EGT and MRT must treat all transmission customers, affiliated and non-affiliated, on a not unduly discriminatory basis, and must not make or grant any undue preference or advantage to any person or subject any person to any undue prejudice or disadvantage with respect to any transportation of natural gas, or with respect to the wholesale sale of natural gas in interstate commerce.

- B. EGT's and MRT's TFEs must function independently from MFEs of EGT's and MRT's Affiliates except as permitted by FERC regulation or order.
- C. EGT and MRT employees, contractors, consultants and agents are prohibited from disclosing, or using a conduit to disclose, non-public transmission function information to MFEs of EGT's and MRT's Affiliates.
- D. EGT and MRT must provide equal access to non-public transmission function information to all their transmission customers and potential transmission customers, affiliated and non-affiliated, except in the case of confidential customer information.

#### IV. Definitions

Section 358.3 of the Commission's regulations, 18 C.F.R. § 358.3, provides the following definitions, which have been excerpted to reflect how those definitions apply to EGT and MRT:

- A. Affiliate of a specified entity means:
  - 1. Another person that controls, is controlled by, or is under common control with, the specified entity. An affiliate includes a division of the specified entity that operates as a functional unit.
  - 2. Control, as used in this definition, means the direct or indirect authority, whether acting alone or in conjunction with others, to direct or cause to direct the management policies of an entity. A voting interest of ten percent (10%) or more creates a rebuttable presumption of control.
- B. Internet Website refers to the internet location where an interstate natural gas pipeline posts the information, by electronic means, required under the Standards of Conduct.
- C. Marketing Functions means the sale for resale in interstate commerce, or the submission of offers to sell in interstate commerce, natural gas, subject to the following exclusions:
  - 1. Bundled retail sales;
  - 2. Incidental purchases or sales of natural gas to operate interstate natural gas pipeline transmission facilities;
  - 3. Sales of natural gas solely from a seller's own production;
  - 4. Sales of natural gas solely from a seller's own gathering or processing facilities; and

5. On-system sales by an intrastate natural gas pipeline, by a Hinshaw pipeline exempt from the Natural Gas Act, or by a local distribution company.
- D.** Marketing Function Employee (MFE) means an employee, contractor, consultant or agent of a Transmission Provider or of an Affiliate of a Transmission Provider who actively and personally engages on a day-to-day basis in Marketing Functions.
- E.** Transmission means natural gas transportation, storage, exchange, backhaul, or displacement service provided pursuant to subparts B or G of part 284 of Title 18 of the Code of Federal Regulations.
- F.** Transmission Customer means any eligible customer, shipper or designated agent that can or does execute a transmission service agreement or can or does receive transmission service, including all persons who have pending requests for transmission service or for information regarding transmission.
- G.** Transmission Functions means the planning, directing, organizing or carrying out of day-to-day transmission operations, including the granting and denying of transmission service requests.
- H.** Transmission Function Employee (TFE) means an employee, contractor, consultant or agent of a Transmission Provider who actively and personally engages on a day-to-day basis in transmission functions.
- I.** Transmission Function Information means information relating to Transmission Functions.
- J.** Transmission Provider means any interstate natural gas pipeline that transports gas for others pursuant to subparts B or G of part 284 of Title 18 of the Code of Federal Regulations.
- K.** Transmission Service means the provision of any transmission as defined above.
- L.** Waiver means the determination by a Transmission Provider, if authorized by its tariff, to waive any provisions of its tariff for a given entity.

## **V. Non-Discrimination Requirements**

Generally, the Standards of Conduct require EGT and MRT to:

- A.** Strictly enforce all provisions in their FERC Gas Tariffs (“Tariff”) relating to the sale or purchase of open access transmission service, if the Tariff provisions do not permit the use of discretion;
- B.** Apply all Tariff provisions relating to the sale or purchase of open access transmission service in a fair and not unduly discriminatory manner, if the Tariff provisions permit the use of discretion;
- C.** Refrain from giving undue preference to any person in matters relating to the sale or purchase of transmission service (including, but not limited to, issues of price, curtailments, scheduling, priority, ancillary services, or balancing), through their Tariffs or otherwise; and
- D.** Process all similar requests for transmission in the same manner and within the same period of time.

EGT and MRT have been trained to apply their Tariff provisions in a manner that results in the not unduly discriminatory treatment of all transmission customers. To this end, EGT and MRT have developed a policy of strict enforcement of Tariff provisions that do not allow for discretion, including development of written procedures regarding waiver of such Tariff provisions to the extent any deviations are required, as well as training on these matters. EGT and MRT recognize that they are prohibited from giving anyone, including their Affiliates, undue preferential treatment.

EGT and MRT will conduct, on a quarterly basis, reviews of the enforcement of their respective Tariff provisions in accordance with the provisions of Appendix D to the Compliance Plan. EGT and MRT will maintain all documents related to these reviews for a period of five (5) years or pursuant to the time period set forth in the applicable record retention policy that governs EGT and MRT, whichever is longer.

EGT and MRT will maintain and post on their respective Internet Websites, within one (1) business day, a log of information regarding any waiver of any provision of their respective Tariffs granted in favor of an Affiliate. EGT and MRT also maintain a waiver log for all waivers granted in favor of non-Affiliates, but these logs and waivers are not required to be posted on EGT’s and MRT’s respective Internet Websites. Each of the waiver logs is available for Commission audit. EGT and MRT will maintain this information for a period of five (5) years or pursuant to the time period set forth in the applicable record retention policy that governs EGT and MRT, whichever is longer.

## **VI. Independent Functioning**

Generally, the Standards of Conduct require that a Transmission Provider’s TFEs must function independently of MFEs. A Transmission Provider is prohibited from permitting MFEs

to conduct transmission functions or have access to the System Control center that differs in any way from the access available to other transmission customers. Additionally, a Transmission Provider is prohibited from permitting its TFEs to conduct marketing functions.

EGT and MRT are Transmission Providers and do not have any employees that qualify as MFEs. All MFEs are employed or otherwise engaged by Affiliates and are prohibited from performing transmission functions. EGT's and MRT's TFEs are physically separated from affiliated MFEs, and affiliated MFEs do not have access to areas occupied by TFEs. Also, MFEs do not have access to the System Control facilities or customer files.

## **VII. No Conduit Rule**

EGT and MRT are prohibited from using anyone as a conduit for the disclosure of non-public transmission function information to MFEs. Employees, contractors, consultants or agents of EGT, MRT, and their Affiliates, are prohibited from disclosing non-public transmission function information to any MFE.

EGT and MRT understand the application of the “no conduit” rule, and all EGT and MRT employees, contractors, consultants, agents, persons likely to become privy to non-public transmission function information and MFEs are trained on the “no conduit” requirements.

## **VIII. Transparency Rule**

EGT and MRT do not read the Standards of Conduct to preclude communications between a Transmission Provider and its MFEs that is the same as the communication that the Transmission Provider would engage in with a similarly situated, unaffiliated third party in the course of scheduling, communicating with a point operator, or such other “transaction specific information,” as that phrase came to be understood under FERC Energy Affiliate Standards of Conduct,<sup>2</sup> so long as general, non-public information about the transmission system and third party customer information are not shared in those communications.

If EGT and/or MRT disclose(s) non-public transmission function information to an MFE, FERC regulations provide that the fact of such disclosure must be immediately posted to the applicable pipeline's Internet Website. If the information so disclosed constitutes transaction-specific information, as described above, such disclosure is not required to be contemporaneously posted. A transmission customer may voluntarily consent, in writing, to allow the Transmission Provider to disclose the transmission customer's non-public information to MFEs. If the transmission customer authorizes the Transmission Provider to disclose the transmission customer's non-public information to MFEs, the Transmission Provider must post notice on its Internet Website of that consent along with a statement that it did not provide any

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<sup>2</sup> *Standards of Conduct for Transmission Providers*, Order No. 2004, FERC Stats. & Regs. ¶ 31,155 (2003), *order on reh'g*, Order No. 2004-A, FERC Stats. & Regs. ¶ 31,161, *order on reh'g*, Order No. 2004-B, FERC Stats. & Regs. ¶ 31,166, *order on reh'g*, Order No. 2004-C, FERC Stats. & Regs. ¶ 31,172 (2004), *order on reh'g*, Order No. 2004-D, 110 FERC ¶ 61,320 (2005), *vacated and remanded as it applies to natural gas pipelines sub nom.*, *National Fuel Gas Supply Corp. v. FERC*, 468 F.3d 831 (D.C. Cir. 2006).

preferences, either operational or rate-related, in exchange for that voluntary consent. The Internet Website posting must be made within seven (7) business days of such authorization.

All employees receiving training have been made aware that the details of individual third-party transmission arrangements on EGT's or MRT's system may not be communicated to MFEs. Should EGT or MRT receive written, voluntary consents from unaffiliated third parties, permitting EGT or MRT to share the non-affiliate's information with MFEs, EGT and MRT will preserve all such consents, including any amendments, transfers, or withdrawals, for a period of five (5) years or pursuant to the time period set forth in the applicable record retention policy that governs EGT and MRT, whichever is longer. Further, in the event any such consent is received, notice of such consent will be posted on the appropriate Internet Website, stating that no rate-related or operational preferences were provided in exchange for the consent.

EGT and MRT recognize, and the required training identifies, the requirement that non-affiliated third parties must be given the same types of information with the same level of detail as would be given to MFEs when EGT or MRT respond to such non-affiliated third parties' requests for information.

Consistent with the requirements of FERC regulations, EGT and MRT will immediately post on their respective Internet Websites any information, or notice thereof, as applicable, disclosed improperly by EGT or MRT. EGT and MRT will retain for a period of five (5) years or pursuant to the time period set forth in the applicable record retention policy that governs EGT and MRT, whichever is longer, all documents related to EGT's and MRT's compliance with the regulations governing the disclosure of non-public transmission or customer information. EGT and MRT have developed written procedures in Appendix E to the Compliance Plan for promptly posting any such information that is improperly disclosed to an MFE.

EGT and MRT must post on their respective Internet Websites the following information and update it within seven (7) business days of any change (including posting the date of the update):

- A.** The current version of the Implementation Procedures.
- B.** Affiliate Information:
  - 1.** The names and addresses of all their Affiliates that employ or retain MFEs.
  - 2.** A complete list of the employee-staffed facilities shared by any TFEs and MFEs. The list must include the types of facilities shared and the addresses of the facilities.
  - 3.** Information concerning any potential merger partners that would employ or retain MFEs upon completion of the merger within seven (7) days after the potential merger is announced.

**C. Employee Information:**

1. The job titles and job descriptions of their TFEs.
2. Any transfer of a TFE to a position as an MFE, or any transfer of an MFE to a position as a TFE. This information must remain on the Internet Website for ninety (90) days. No such job transfer may be used as a means to circumvent any provision of the Standards of Conduct. The information to be posted must include:
  - a. The name of the transferring employee;
  - b. The respective titles held while performing each function (*i.e.*, as a TFE and as an MFE); and
  - c. The effective date of the transfer.

**D. Waivers.**

EGT and MRT must post on their respective Internet Websites notice of each waiver of a Tariff provision that it grants in favor of an Affiliate, unless such waiver has been approved by the Commission. The posting must be made within one (1) business day of the granting of the waiver. EGT and MRT must also maintain a log of all the acts of waiver, and must make such log available to FERC upon request. The log, and records supporting the log, must be kept for a period of five (5) years from the date of each act of waiver or pursuant to the time period set forth in the applicable record retention policy that governs EGT and MRT, whichever is longer. Enable maintains written and posted logs available for Commission audit.

In the event an emergency, such as an earthquake, flood, fire, tornado or hurricane, severely disrupts EGT's or MRT's normal business operations, these posting requirements may be suspended by EGT or MRT for up to one (1) month without notification. If the disruption lasts longer than one month, EGT or MRT must notify FERC and may seek a further exemption from the posting requirements. All Internet Website postings must be sufficiently prominent as to be readily accessible. Enable has trained its applicable employees on this requirement.

**IX. Implementation Requirements**

Each of EGT and MRT must be in full compliance with the Standards of Conduct on the date it commences transmission transactions with an Affiliate that employs or retains MFEs.

EGT and MRT have implemented procedures to comply with the Standards of Conduct and have distributed these Implementation Procedures to all TFEs, MFEs, officers, directors, supervisory employees, and certain other employees who are likely to become privy to transmission function information. EGT and MRT provide annual training to the employees

identified above. New employees in the categories listed above will receive training within the first thirty (30) days of their employment in a position that requires training. EGT and MRT require each employee who has taken the training to certify electronically or in writing that s/he has completed the training.

The Standards of Conduct require EGT and MRT to designate a CO who will be responsible for Standards of Conduct compliance. The name of the CO and his or her contact information must be posted on EGT's and MRT's respective Internet Websites.

The CO for EGT and MRT is:

Mr. Mark C. Schroeder  
Executive Vice President and General Counsel  
Enable Midstream Partners, LP  
910 Louisiana St., 48<sup>th</sup> Floor  
Houston, Texas 77002  
Phone: 346-701-2530  
e-mail: [mark.schroeder@enablemidstream.com](mailto:mark.schroeder@enablemidstream.com)

Several resources are available to employees of EGT and MRT to report violations of law or policy, including FERC policies and regulations, and to do so anonymously. Employees can speak to their supervisors or any member of management, their HR representative, the Legal department, the CO, Enable Midstream's Chief Ethics and Compliance Officer, or Enable Midstream's Helpline. Employees may report concerns anonymously 24 hours a day, 365 days a year, via telephone either by placing a toll-free call to 800-461-9330 or by texting the word "Enable" to 405-839-7612. Employees may also visit [helpline.enablemidstream.com](http://helpline.enablemidstream.com). Employees may also submit concerns anonymously to: Enable Midstream Partners, LP Attention: Chief Ethics and Compliance Officer, P.O. Box 24300 MC LS460, Oklahoma City, OK 73124-0300, or simply send an e-mail to [compliance.officer@enablemidstream.com](mailto:compliance.officer@enablemidstream.com). The CO will maintain, for a period of five (5) years or pursuant to the time period set forth in the applicable record retention policy that governs EGT and MRT, whichever is longer, information describing the content and resolution of any call to the Enable Helpline that raises issues related to the subject matter of these Implementation Procedures.

Consistent with the requirements of the Standards of Conduct, the CO will be responsible for responding to inquiries from FERC, employees, customers, or prospective customers regarding EGT's and MRT's compliance with the Standards of Conduct. The CO will also be responsible for monitoring compliance with the Standards of Conduct, including, but not limited to:

- A. Distribution of these Implementation Procedures as provided for herein;
- B. Regular, periodic review of the respective Internet Websites of EGT and MRT to assure that information required to be posted is current, accurate, and has been posted on a timely basis;

- C.** Confirmation that employees required to be trained have in fact been trained, and that such training has occurred according to the schedules provided for in these Implementation Procedures;
- D.** Updating of training materials, as appropriate, in light of FERC orders and decision-making regarding the Standards of Conduct;
- E.** Retention of either physical or electronic records pertaining to training, as well as archival of records as provided for elsewhere in these Implementation Procedures;
- F.** Updating these Implementation Procedures as appropriate in light of changes in FERC policy, or due to changes in the business activities of Affiliates;
- G.** Ensuring (1) that all Tariff provisions that do not allow for discretion are strictly enforced; (2) that waivers of such Tariff provisions are granted in a not unduly discriminatory manner; and (3) that Tariff provisions that allow for discretion are applied in a not unduly discriminatory manner; and
- H.** Maintaining and posting on EGT's and MRT's respective Internet Websites a log of every instance in which EGT or MRT, as applicable, granted a waiver of any provision of their respective Tariffs in favor of an Affiliate. The log will include, as applicable:
  - 1.** the name of the Affiliate;
  - 2.** if applicable, the date the waiver was requested;
  - 3.** identification of the specific Tariff provision;
  - 4.** the term of the waiver, if applicable;
  - 5.** the applicable contract number(s);
  - 6.** how the Tariff provision was waived;
  - 7.** who gave final approval for the waiver; and
  - 8.** the date the waiver was approved.

EGT and MRT must maintain their books of account and records (as prescribed under Parts 201 and 225 of FERC regulations, 18 C.F.R. Pts. 201, 225) separately from those of their Affiliates that employ or retain MFEs, and these accounts and records must be available for Commission inspection. EGT and MRT maintain their books of account and records (as prescribed under Parts 201 and 225 of FERC regulations, 18 C.F.R. Pts. 201, 225) separately from those of their Affiliates that employ or retain MFEs, and these accounts and records are available for Commission inspection.

EGT and MRT have developed and implemented written procedures for the retention of all documents in accordance with 18 C.F.R. § 225.3, Item 3 and for the timely production of such documents upon Commission request (such documents to include all requests for a discounted rate where the quantity, term, receipt and delivery points associated with the request are understood by both parties, regardless of whether the request was submitted in electronic, written, or oral form or whether the request was accepted or denied).