EXHIBIT Y

WILLIAMS HYDROSTATIC TEST PLAN

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Williams Field Services Company, LLC and DMP New York, Inc. (collectively, "Williams") plans to loop its existing 16-inch diameter New York ("NY") Mainline pipeline in the Town of Windsor, Broome County, NY with approximately 9.5 miles of 16-inch diameter natural gas gathering pipeline ("NY Mainline Loop Pipeline" or "Project"). The NY Mainline Loop Pipeline will parallel the existing 16-inch diameter gathering pipeline primarily within the existing 40-foot permanent easement. The NY Mainline Loop Pipeline is designed to operate at a Maximum Allowable Operating Pressure ("MAOP") of 1,440 pounds per square-inch ("psig").

Although the NY Mainline Loop Pipeline is not regulated under the Department of Transportation's pipeline safety regulations [49 Code of Federal Regulations ("CFR") Part 192], the State of NY's Rules and Regulations [NY Code of Rules and Regulations ("NYCRR") Part 255] is based on and includes many of the requirements set forth by 49 CFR Part 192. Part 255 prescribes minimum safety requirements for the design, fabrication, installation, inspection, testing and operation and maintenance of natural gas pipelines.

To test the integrity of the NY Mainline Loop Pipeline, and in compliance with NYCRR pipeline safety regulations, the NY Mainline Loop Pipeline and appurtenant facilities will be hydrostatically tested at the completion of construction. This test will be completed in an effort to document that the NY Mainline Loop Pipeline contains no injurious manufacturing or construction defects that would produce leaks once in service.

This plan details the testing process, test sections, test locations, water source, water disposal, documentation, and safety associated with the hydrostatic tests.

Prior to testing, written notifications will be made to all affected landowners within 1,500 feet of the centerline (at least 7 days before testing begins), NY State Department of Public Service Agency - Gas Pipeline Safety Division, NY Department of Environmental Conservation and any other regulatory Agencies as required by permit conditions (at least 10 days before testing begins).

The hydrostatic test involves filling the pipeline with water, raising the pressure to a level above 2,160 psig, and holding it for at least 12 hours once the pressure has stabilized. This is necessary to achieve compliance with the strength test requirements of NYCRR Section 255.505(d). The minimum test pressure of 2,160 psig has been determined as the lesser of 1.5 times the MAOP or 90 percent Specified Minimum Yield Strength per 255.505(b).

The NY Mainline Loop Pipeline will be tested in 4 separate sections. Three tests will be completed for the portion of the NY Mainline Loop Pipeline between the NY/Pennsylvania ("PA") and the Dunbar Compressor Station ("CS"). One test will be completed for the section of pipeline between the Dunbar CS and the Millennium Pipeline Company, LLC interconnect.

The 3 sections of the NY Mainline Loop Pipeline between the NY/PA state line and the Dunbar CS will be broken at the following locations:

- Section 1: NY state line to John White Road (Station 501+08 to Station 325+00);
- Section 2: John White Road to Rockwell Road (Station 325+00 to Station 143+85); and
- Section 3: Rockwell road to the Dunbar CS (Station 143+85 to Station 14+85).

The fourth section will be at the following location:

- Section 4: Dunbar CS to the Millennium interconnect (Station 14+85 to Station 0+00).

The proposed plan is to use potable municipal water for the hydrostatic test medium. The test water will be purchased from a municipal water source. The volume of water needed to test the entire pipeline is estimated at 500,000 gallons. However, water from each section will be reused thereby reducing the total required volume to approximately 190,000 gallons.

Prior to filling and pressure testing, the NY Mainline Loop Pipeline will be internally cleaned by running a brush pig followed by 500 linear feet of wash water between 2 bi-directional squeegee pigs. If necessary, this procedure will be repeated until the line is clean. The contractor will use compressed air to propel the cleaning pigs. Injection of rust inhibitors, anti-freeze, or other additives into the wash or fill water will not be allowed.

Filling each test section with water will require 20, 21,000 gallon mobile water storage tanks staged at the test location. The mobile water storage tanks will be set up and connected with a common piping header to distribute the water.

The pipeline will be filled and raised to a pressure of 500 psig. The test section, test headers and manifold will be checked for leaks then allowed to stabilize. The pipeline test sections will be hydrostatically tested for a minimum of 12 hours (NY Public Service Commission Section 255.505) at a minimum pressure of 2,160 psig. After completing this hydrostatic test the pipeline will be qualified to operate at a MAOP of 1,440 psig.

At the completion of testing Section 1, water will be moved from the pipeline to Section 2. This sequence will continue until Sections 1 through 3 have been completed. A separate set of water storage tanks will be used to supply the water to test Section 4.

At the conclusion of all hydrostatic testing, the water will be returned to the mobile water storage tanks and disposed on-site at a well vegetated upland location or at an approved Waste Water Treatment facility.

After the test sections have been tested and tied together to form a continuous pipeline segment, the contractor will begin the drying process. Contractor will operate all valves connected to the pipeline to the half-open position and open all drain valves while maintaining at least 10 psig of air pressure on the pipeline to remove the water in the valve cavity. The contractor will then run a minimum of 6 cleaning pig runs with dry air. Cleaning pigs will be the type designed to displace loose mill scale, rust, dirt, and other construction debris from the pipeline. The Contractor will then run lightweight, open-cell polyurethane foam pigs (approximately 1 pound per cubic foot) with dry air until pig is received completely dry.

The pipeline will be considered clean when the pigs are received light in weight and color, with dust penetration less than 0.75-inch. The dew point will be monitored at the pipeline receiver by a digital hygrometer. The digital hygrometer will have calibration certification within the past 6 months. The pipeline will be considered dry when a dew point of -20 deg Fahrenheit is achieved.

The hydrostatic testing contractor will furnish complete records of all phases of the test(s) including deadweight log, pressure, temperature recording charts (pipe, ground and ambient) and calibration certifications. The original hydrostatic test charts will be retained by Williams for the life of the facility.

Prior to any test, the Contractor shall review the test specifications and procedures with Williams. In an effort to follow required precautionary measures the contractor shall:

- Post warning signs and/or barrier – as needed.
- Block off an exclusion zone at least 100 feet from above ground or exposed facilities being tested, if possible. Provide alternative protection measures if necessary. Limit personnel access and duration in the identified exclusion zone during pressurization, testing and dewatering activities.
- Plan arrangement of equipment to facilitate work while maintaining easy access around equipment and facilities.
- Review test requirements.
- All backfill shall be completed except test header locations, and other areas that are acceptable to Williams.
- Contractor will not be permitted to work over a section of line that is on hydrostatic test.

- Contractor shall furnish and maintain adequate equipment in an effort to maintain effective communications at all times along the entire length of the test section.

The pressure recorders and deadweight gauge shall be located at least 100 feet from the facility being tested. If the testing manifold contains a longitudinal seam, the test equipment shall be located on the side opposite the seam, if possible.

Filling, pressurizing, hydrotesting, and dewatering activities have the potential to cause serious physical harm and property damage. The hazards associated with these activities shall be considered by the Contractor prior to filling the pipeline for hydrostatic testing. The Contractor shall properly restrain and anchor all fill, dewater, pressure hoses, and piping being tested. Reasonable precautions shall be taken by the Contractor to protect employees, contract personnel and the public. When determining the restraint requirements, Contractor will consider at least, but not limited to, the following:

- forces that would be present if any portion of the system failed while:
  - filling;
  - under test; and
  - dewatering;
- potential failure consequences;
- location of test personnel and equipment;
- location of existing Williams facilities;
- location of the public;
- potential for water hammer;
- potential for leakage of isolation valves;
- potential for fill and dewatering pig velocity changes;
- grade (elevation) changes; and
- other site specific conditions.

High-pressure pipe and fittings shall be used for connection of the pressure pump, manifolds, and test equipment.

All temporary welds subject to test pressure shall be x-rayed.