

AIR EMISSION PERMIT NO. 01700005-003
Administrative Amendment

IS ISSUED TO

Magellan Midstream Partners, L.P.

MAGELLAN PIPELINE COMPANY, L.P. - WRENSHALL TERMINAL
10 Broadway Street North
Wrenshall, Carlton County, MN 55797

The emission units, control equipment and emission stacks at the stationary source authorized in this permit amendment are as described in the Permit Applications Table.

This permit amendment supersedes Air Emission Permit No. 01700005-002 and authorizes the Permittee to operate the stationary source at the address listed above unless otherwise noted in Table A. The Permittee must comply with all the conditions of the permit. Any changes or modifications to the stationary source must be performed in compliance with Minn. R. 7007.1150 to 7007.1500. Terms used in the permit are as defined in the state air pollution control rules unless the term is explicitly defined in the permit.

Unless otherwise indicated, all the Minnesota rules cited as the origin of the permit terms are incorporated into the State Implementation Plan under 40 CFR § 52.1220 and as such as are enforceable by U.S. Environmental Protection Agency Administrator or citizens under the Clean Air Act.

Permit Type: State; Limits to Avoid Pt 70/Limits to Avoid NSR

Operating Permit Issue Date: January 8, 1997

Administrative Amendment Issue Date: April 13, 2009

Expiration Date: Permit does not expire – Title I Conditions do not expire.

Don Smith P.E., Manager
Air Quality Permits Section
Industrial Division

for Paul Eger
Commissioner
Minnesota Pollution Control Agency

Permit Applications Table

Permit Type	Application Date	Permit Action
Total Facility Operating Permit	3/22/1996	001
Administrative Amendment	1/13/2003	002
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NOTICE TO THE PERMITTEE:

Your stationary source may be subject to the requirements of the Minnesota Pollution Control Agency's (MPCA) solid waste, hazardous waste, and water quality programs. If you wish to obtain information on these programs, including information on obtaining any required permits, please contact the MPCA general information number at:

Metro Area	651-296-6300
Outside Metro Area	1-800-657-3864
TTY	651-282-5332

The rules governing these programs are contained in Minn. R. chs. 7000-7105. Written questions may be sent to: Minnesota Pollution Control Agency, 520 Lafayette Road North, St. Paul, Minnesota 55155-4194.

Questions about this air emission permit or about air quality requirements can also be directed to the telephone numbers and address listed above.

PERMIT SHIELD:

Subject to the limitations in Minn. R. 7007.1800, compliance with the conditions of this permit shall be deemed compliance with the specific provision of the applicable requirement identified in the permit as the basis of each condition. Subject to the limitations of Minn. R. 7007.1800 and 7017.0100, subp. 2, notwithstanding the conditions of this permit specifying compliance practices for applicable requirements, any person (including the Permittee) may also use other credible evidence to establish compliance or noncompliance with applicable requirements.

FACILITY DESCRIPTION:

Magellan Pipeline Company, L.P. - Wrenshall Terminal, operates a bulk petroleum products terminal (SIC 5171) in Wrenshall, Minnesota. The facility consists of five fixed roof storage tanks and four internal floating roof storage tanks, a loading rack for loading tanker trucks with product, and a flare for controlling the Volatile Organic Compound (VOC) emissions created while loading the trucks. Prior to this state total facility operating permit, the facility operated under Air Emission Permit No. 198-88-OT-1, issued on June 28, 1988, and Amendment No. 1, to the permit, issued on June 19, 1991.

Since the potential-to-emit for VOC emissions from the Magellan Pipeline site is greater than 100 tons per year (tpy), the site is a major source. However, because of the types of sources at the site and actual emissions from the site, Conoco, Inc. (a previous owner) set federally enforceable emission limits below the federal Part 70 permit program major source thresholds, thereby establishing synthetic minor permit limits. By limiting the throughput of gasoline type product to less than or equal to 3,836,000 bbl (barrels) per year and the throughput of distillate type product to less than or equal to 1,590,000 bbl per year, the facility's emissions will remain below the 100 tpy VOC threshold and below the 10/25 tpy hazardous air pollutants thresholds.

ADMINISTRATIVE AMENDMENT (-002):

This administrative amendment (002) changed ownership from Conoco, Inc. to ConocoPhillips Company.

ADMINISTRATIVE AMENDMENT (-003):

This administrative amendment (003) will change the corporate/company owner from ConocoPhillips Company to Magellan Midstream Partners, L.P. The name of the facility will also change from Conoco - Wrenshall Products Terminal to Magellan Pipeline Company, L.P. - Wrenshall Terminal. The responsible official is Rick Olson, Sr. V.P. of Operations and Technical Services and the new contact person for this permit is Ryan Bowers, Air Quality Specialist.

TABLE A: LIMITS AND OTHER REQUIREMENTS**A-1**

04/13/09

Facility Name: Magellan Pipeline Co LP - Wrenshall Products

Permit Number: 01700005 - 003

Table A contains limits and other requirements with which your facility must comply. The limits are located in the first column of the table (What To do). The limits can be emission limits or operational limits. This column also contains the actions that you must take and the records you must keep to show that you are complying with the limits. The second column of Table A (Why to do it) lists the regulatory basis for these limits. Appendices included as conditions of your permit are listed in Table A under total facility requirements.

Subject Item:**Total Facility**

What to do	Why to do it
A. OPERATIONAL REQUIREMENTS	hdr
Circumvention: Do not install or use a device or means that conceals or dilutes emissions, which would otherwise violate a federal or state air pollution control rule, without reducing the total amount of pollutant emitted.	Minn. R. 7011.0020
Air Pollution Control Equipment: Operate all pollution control equipment whenever the corresponding process equipment and emission units are operated.	Minn. R. 7007.0800, subp. 2; Minn. R. 7007.0800, subp. 16(J)
Operation and Maintenance Plan: Retain at the stationary source an operation and maintenance plan for all air pollution control equipment. At a minimum, the O & M plan shall identify all air pollution control equipment and control practices and shall include a preventative maintenance program for the equipment and practices, a description of (the minimum but not necessarily the only) corrective actions to be taken to restore the equipment and practices to proper operation to meet applicable permit conditions, a description of the employee training program for proper operation and maintenance of the control equipment and practices, and the records kept to demonstrate plan implementation.	Minn. R. 7007.0800, subp. 14 and Minn. R. 7007.0800, subp. 16(J)
Operation Changes: In any shutdown, breakdown, or deviation the Permittee shall immediately take all practical steps to modify operations to reduce the emission of any regulated air pollutant. The Commissioner may require feasible and practical modifications in the operation to reduce emissions of air pollutants. No emissions units that have an unreasonable shutdown or breakdown frequency of process or control equipment shall be permitted to operate.	Minn. R. 7019.1000, subp. 4
Fugitive Emissions: Do not cause or permit the handling, use, transporting, or storage of any material in a manner which may allow avoidable amounts of particulate matter to become airborne. Comply with all other requirements listed in Minn. R. 7011.0150.	Minn. R. 7011.0150
Noise: The Permittee shall comply with the noise standards set forth in Minn. R. 7030.0010 to 7030.0080 at all times during the operation of any emission units. This is a state only requirement and is not enforceable by the EPA Administrator or citizens under the Clean Air Act.	Minn. R. 7030.0010 - 7030.0080
Inspections: The Permittee shall comply with the inspection procedures and requirements as found in Minn. R. 7007.0800, subp. 9(A).	Minn. R. 7007.0800, subp. 9(A)
The Permittee shall comply with the General Conditions listed in Minn. R. 7007.0800, subp. 16.	Minn. R. 7007.0800, subp. 16
B. MONITORING REQUIREMENTS	hdr
Monitoring Equipment Calibration: The Permittee shall calibrate all required monitoring equipment at least once every 12 months (any requirements applying to continuous emission monitors are listed separately in this permit).	Minn. R. 7007.0800, subp. 4(D)
Operation of Monitoring Equipment: Unless otherwise noted in Tables A, B, and/or C, monitoring a process or control equipment connected to that process is not necessary during periods when the process is shutdown, or during checks of the monitoring systems, such as calibration checks and zero and span adjustments. If monitoring records are required, they should reflect any such periods of process shutdown or checks of the monitoring system.	Minn. R. 7007.0800, subp. 4(D)
C. RECORDKEEPING	hdr
Record keeping: Maintain records describing any insignificant modifications (as required by Minn. R. 7007.1250, subp. 3) or changes contravening permit terms (as required by Minn. R. 7007.1350, subp. 2), including records of the emissions resulting from those changes.	Minn. R. 7007.0800, subp. 5(B)
Recordkeeping: Retain all records at the stationary source, unless otherwise specified within this permit, for a period of five (5) years from the date of monitoring, sample, measurement, or report. Records which must be retained at this location include all calibration and maintenance records, all original recordings for continuous monitoring instrumentation, and copies of all reports required by the permit. Records must conform to the requirements listed in Minn. R. 7007.0800, subp. 5(A).	Minn. R. 7007.0800, subp. 5(C)

TABLE A: LIMITS AND OTHER REQUIREMENTS**A-2**

04/13/09

Facility Name: Magellan Pipeline Co LP - Wrenshall Products

Permit Number: 01700005 - 003

If the Permittee determines that no permit amendment or notification is required prior to making a change, the Permittee must retain records of all calculations required under Minn. R. 7007.1200. For nonexpiring permits, these records shall be kept for a period of five years from the date that the change was made. The records shall be kept at the stationary source for the current calendar year of operation and may be kept at the stationary source or office of the stationary source for all other years. The records may be maintained in either electronic or paper format.	Minn. R. 7007.1200, subp. 4
D. REPORTING/SUBMITTALS	hdr
Shutdown Notifications: Notify the Commissioner at least 24 hours in advance of a planned shutdown of any control equipment or process equipment if the shutdown would cause any increase in the emissions of any regulated air pollutant. If the owner or operator does not have advance knowledge of the shutdown, notification shall be made to the Commissioner as soon as possible after the shutdown. However, notification is not required in the circumstances outlined in Items A, B and C of Minn. R. 7019.1000, subp. 3. At the time of notification, the owner or operator shall inform the Commissioner of the cause of the shutdown and the estimated duration. The owner or operator shall notify the Commissioner when the shutdown is over.	Minn. R. 7019.1000, subp. 3
Breakdown Notifications: Notify the Commissioner within 24 hours of a breakdown of more than one hour duration of any control equipment or process equipment if the breakdown causes any increase in the emissions of any regulated air pollutant. The 24-hour time period starts when the breakdown was discovered or reasonably should have been discovered by the owner or operator. However, notification is not required in the circumstances outlined in Items A, B and C of Minn. R. 7019.1000, subp. 2. At the time of notification or as soon as possible thereafter, the owner or operator shall inform the Commissioner of the cause of the breakdown and the estimated duration. The owner or operator shall notify the Commissioner when the breakdown is over.	Minn. R. 7019.1000, subp. 2
Notification of Deviations Endangering Human Health or the Environment: As soon as possible after discovery, notify the Commissioner or the state duty officer, either orally or by facsimile, of any deviation from permit conditions which could endanger human health or the environment.	Minn. R. 7019.1000, subp. 1
Notification of Deviations Endangering Human Health or the Environment Report: Within 2 working days of discovery, notify the Commissioner in writing of any deviation from permit conditions which could endanger human health or the environment. Include the following information in this written description: 1. the cause of the deviation; 2. the exact dates of the period of the deviation, if the deviation has been corrected; 3. whether or not the deviation has been corrected; 4. the anticipated time by which the deviation is expected to be corrected, if not yet corrected; and 5. steps taken or planned to reduce, eliminate, and prevent reoccurrence of the deviation.	Minn. R. 7019.1000, subp. 1
Application for Permit Amendment: If you need a permit amendment, submit application in accordance with the requirements of Minn. R. 7007.1150 through Minn. R. 7007.1500. Submittal dates vary, depending on the type of amendment needed.	Minn. R. 7007.1150 - Minn. R. 7007.1500
Extension Requests: The Permittee may apply for an Administrative Amendment to extend a deadline in a permit by no more than 120 days, provided the proposed deadline extension meets the requirements of Minn. R. 7007.1400, subp. 1(H).	Minn. R. 7007.1400, subp. 1(H)
Emission Inventory Report: due on or before April 1 of each calendar year following permit issuance, to be submitted on a form approved by the Commissioner.	Minn. R. 7019.3000 - Minn. R. 7019.3010
Emission Fees: due 60 days after receipt of an MPCA bill	Minn. R. 7002.0005 - Minn. R. 7002.0095
E. FACILITY LIMITS/REQUIREMENTS	hdr
Volatile Organic Compounds: less than or equal to 100 tons/year for the entire terminal	Minn. R. 7007.0250, subp. 5
HAPs - Total: less than or equal to 25 tons/year of all HAPs and less than or equal to 10 tons/year of any single HAP.	Minn. R. 7007.0250, subp. 5
Gasoline (all grades) shall only be stored in tanks equipped with an internal floating roof.	Minn. R. 7007.0250, subp. 5

TABLE A: LIMITS AND OTHER REQUIREMENTS

Facility Name: Magellan Pipeline Co LP - Wrenshall Products
Permit Number: 01700005 - 003

Subject Item: EU 001 Loading Rack

Associated Items: CE 001 Flaring
SV 001

What to do	Why to do it
Process Throughput: less than or equal to 161.112 million gallons/year (3,836,000 bbl per year) of gasoline (all grades) and lower vapor pressure products.	Title I condition to remain a non-major source
Process Throughput: less than or equal to 66.78 million gallons/year (1,590,000 bbl per year) of distillate products and lower vapor pressure products (all grades of diesel and jet fuel).	Title I condition to remain a non-major source
Recordkeeping: maintain a 12-month rolling sum of process throughput for both gasoline product and distillate product. Records should be kept in gallons per month and/or barrels per month (with a barrel being 42 gallons).	Title I condition to remain a non-major source

TABLE B: SUBMITTALS

B-1 04/13/09

Facility Name: Magellan Pipeline Co LP - Wrenshall Products
Permit Number: 01700005 - 003

Also, where required by an applicable rule or permit condition, send to the Permit Technical Advisor notices of:

- accumulated insignificant activities,
- installation of control equipment,
- replacement of an emissions unit, and
- changes that contravene a permit term.

Send any application for a permit or permit amendment to:

AQ Permit Technical Advisor
Industrial Division
Minnesota Pollution Control Agency
520 Lafayette Road North
St. Paul, Minnesota 55155-4194

Unless another person is identified in the applicable Table, send all other submittals to:

AQ Compliance Tracking Coordinator
Industrial Division
Minnesota Pollution Control Agency
520 Lafayette Road North
St. Paul, Minnesota 55155-4194

Each submittal must be postmarked or received by the date specified in the applicable Table. Those submittals required by parts 7007.0100 to 7007.1850 must be certified by a responsible official, defined in Minn. R. 7007.0100, subp. 21. Other submittals shall be certified as appropriate if certification is required by an applicable rule or permit condition.

Send submittals that are required to be submitted to the U.S. EPA regional office to:

Mr. George Czerniak
Air and Radiation Branch
EPA Region V
77 West Jackson Boulevard
Chicago, Illinois 60604

Send submittals that are required by the Acid Rain Program to:

U.S. Environmental Protection Agency
Clean Air Markets Division
1200 Pennsylvania Avenue NW (6204N)
Washington, D.C. 20460

Table B lists most of the submittals required by this permit. Please note that some submittal requirements may appear in Table A or, if applicable, within a compliance schedule located in Table C. Table B is divided into two sections in order to separately list one-time only and recurrent submittal requirements.

TABLE B: RECURRENT SUBMITTALS**B-2** 04/13/09

Facility Name: Magellan Pipeline Co LP - Wrenshall Products

Permit Number: 01700005 - 003

What to send	When to send	Portion of Facility Affected
Semiannual Deviations Report	due 30 days after end of each calendar half-year starting 01/08/1997. The first semiannual report submitted by the Permittee shall cover the calendar half-year in which the permit is issued. The first report of each calendar year covers January 1 - June 30. The second report of each calendar year covers July 1 - December 31. If no deviations have occurred, the Permittee shall submit the report stating no deviations.	Total Facility
Compliance Certification	due 30 days after end of each calendar year starting 01/08/1997 (for the previous calendar year). The Permittee shall submit this to the Commissioner on a form approved by the Commissioner. This report covers all deviations experienced during the calendar year.	Total Facility

TECHNICAL SUPPORT DOCUMENT
For
AIR EMISSION PERMIT NO. 01700005-003

This technical support document (TSD) is intended for all parties interested in the permit and to meet the requirements that have been set forth by the federal and state regulations (40 CFR § 70.7(a)(5) and Minn. R. 7007.0850, subp. 1). The purpose of this document is to provide the legal and factual justification for each applicable requirement or policy decision considered in the determination to issue the permit.

1. General Information

1.1 Applicant and Stationary Source Location:

Table 1. Applicant and Source Address

Applicant/Address	Stationary Source/Address (SIC Code: 4613)
Magellan Midstream Partners, L.P. One Williams Center Tulsa, OK 74172	Magellan Pipeline Company, L.P. - Wrenshall Terminal 10 Broadway St N Wrenshall, Carlton County
Contact: Ryan Bowers Phone: 918-574-7471	

1.2 Facility Description

Magellan Pipeline Company, L.P. - Wrenshall Terminal operates a bulk petroleum products terminal in Wrenshall, Minnesota which consists of five fixed roof storage tanks and four internal floating roof storage tanks, a loading rack for loading tanker trucks with product, and a flare for controlling the Volatile Organic Compound (VOC) emissions created while loading the trucks.

Conoco, Inc., a previous owner of the facility, accepted process throughput limits to limit the allowable VOC and Hazardous Air Pollutants (HAP) emissions to under the major source thresholds. Conoco, Inc., thus avoided being subject to any National Emission Standards for Hazardous Air Pollutants (NESHAP) and thus the Maximum Achievable Control Technology standard for its industry type by remaining a non-major source. In addition, under 40 CFR Section 63.420(a)(2), Conoco, Inc., documented to the MPCA's satisfaction that the facility is not a major source, or is not located within a contiguous area and under common control of a facility that is a major source, as defined in Minn. Stat. Section 63.2, subp. A. None of the tanks nor the loading rack at the facility are applicable to any New Source Performance Standards (NSPS), particularly K, Ka, Kb, or XX.

1.3 Description of the Activities Allowed by this Permit Action

An administrative amendment application was received January 9, 2009 in accordance with Minn. R. 7007.1400, subps. 1(B) and (E) to change ownership of the facility to Magellan Midstream Partners, L.P. (previously ConocoPhillips Company). The facility name is also being changed to Magellan Pipeline Company, L.P. - Wrenshall Terminal (previously Conoco - Wrenshall Products Terminal). This change occurred on August 1, 2008. Also, Magellan is requesting to change the responsible official of the permit to Mr. Rick Olson, Sr. V.P. of Operations and Technical Services. The new contact person for the permit is Mr. Ryan Bowers.

The permit language at the total facility level in Table A was updated to meet current Minnesota Pollution Control Agency practice.

Upon review of the draft permit, the Permittee requested clarification of the citation of which fuels need to be stored in floating roof tanks. The facility description shows gasoline is stored in floating roof tanks and diesel fuel is stored in fixed roof tanks. The fuel storage citation will be changed to read: "Gasoline (all grades) shall only be stored in tanks equipped with an internal floating roof." Limits for vapor pressure of fuels that need to be stored in a floating roof tank are listed under Minn. R. 7011.1505, subps. 2(C)(1) and 3(C)(1) depending on the date the tank was constructed. Vapor pressures of various grades of gasoline and distillate fuel are listed in AP-42 Table 7.1-2.

Also the Permittee requested clarification of the Title I limits placed in the permit. None of the Title I permit language was changed, but upon review of the permit application for permit no. 01700005-001 it was determined that the 161.112 million gallons/year throughput was for gasoline and the 66.78 million gallons/year throughput was for diesel.

2. Conclusion

Based on the information provided by Magellan Pipeline Company, L.P. - Wrenshall Terminal, the MPCA has reasonable assurance that the proposed operation of the emission facility, as described in the Air Emission Permit No. 01700005-003 and this TSD, will not cause or contribute to a violation of applicable federal regulations and Minnesota Rules.

Staff Members on Permit Team: Tarik Hanafy (permit writer/engineer)
 Bob Beresford (enforcement)
 Sarah Sevcik (peer reviewer)

AQ File No. 193; DQ 2398

Attachments: 1. Facility Description and CD-01 Forms