

BEFORE THE
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

In the Matter of the Petition of

OLYMPIC PIPE LINE COMPANY, TESORO
REFINING AND MARKETING COMPANY
AND CONOCOPHILLIPS COMPANY

For an Order Approving Terms of a Settlement
Agreement Amendment Between Olympic, Tesoro
and ConocoPhillips and Approving Rates Set
Pursuant to Said Agreement.

Docket No. TO-031973

MOTION OF OLYMPIC PIPE
LINE COMPANY TO REOPEN
DOCKET NO. TO-031973 TO
ALLOW FILING OF PETITION
FOR APPROVAL OF
AMENDMENT NO. 7 TO TARIFF
SETTLEMENT AGREEMENT

IDENTITY OF MOVANT

1. Movant is Olympic Pipe Line Company ("Olympic"). Olympic is engaged in the business of transporting petroleum products within and beyond the State of Washington as a common carrier. Movant's name and address are shown below.

Please direct all correspondence related to this Motion as follows:

For Olympic Pipe Line Company

Olympic Pipe Line Company
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Christopher T. Wion
Danielson Harrigan Leyh & Tollefson LLP
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For Tesoro

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Tesoro Petroleum Corporation
Joseph Monroe
300 Concord Plaza Drive
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For ConocoPhillips Company

ConocoPhillips Company
Scott McRee – CH3080
600 North Dairy Ashford Rd.
Houston, TX 77079
Telephone: 281-293-1682

RELEVANT STATUTES AND REGULATIONS

2. This Motion (and the Petition which is included herewith as part of the basis for the Motion) is based upon, or may bring into issue, the following statutes and rules: RCW 81.04.130, RCW 81.04.250, RCW 81.28.010, RCW 81.28.050, WAC 480-07-305, WAC 480-07-370, WAC 480-07-375, WAC 480-07-510, and WAC 480-73-050.

RELIEF REQUESTED

3. Olympic respectfully moves to reopen Docket No. TO-031973 for the purpose of allowing the Washington Utilities and Transportation Commission (the

"Commission") to consider Movant's petition ("Petition") for an order (a) approving Amendment No. 7 to the Settlement Agreement ("Agreement") previously approved by the Commission in its December 23, 2003, Order, said Amendment No. 7 ("Amended TSA") having been entered into on or about September 23, 2008, by and among Olympic, Tesoro Refining and Marketing Company ("Tesoro"), and ConocoPhillips Company ("CP") and (b) allowing the initial rate filing under the terms of the Amended TSA to go into effect by operation of law without suspension on January 1, 2009.

STATEMENT OF FACTS

4. After lengthy contested proceedings before the Commission taking place during 2001-03, on December 23, 2003, the Commission approved the Agreement entered into among Olympic, Tesoro and CP, which resolved those contested proceedings and created a consistent, agreed mechanism for establishing tariffs for the transportation of product through Olympic's pipeline for a period of five years.

5. As outlined in more detail in the Petition, which has been filed simultaneously with this Motion (and by this reference incorporated as though fully set forth herein), the Agreement was subject to termination effective December 29, 2008, via a notice given no later than December 29, 2007.

6. The three parties to the Agreement entered into a series of amendments to the Agreement extending the termination notice deadline in order to allow time to negotiate (a) an extension of the Agreement and (b) changes to the Agreement to meet concerns of all parties that had arisen during its generally very successful initial five-year term.

7. Those negotiations were successful. Olympic, Tesoro and CP have agreed upon the terms of such an amendment ("Amended TSA") with a term of five years. The

Amended TSA preserves the essence of the tariff-setting methodology that has worked under the Agreement while effecting certain changes that address the main concerns of the parties and which the parties believe will improve the tariff-setting methodology and which will also result in a reduction in rates for all shippers upon the effective date of the initial rates, should the Commission grant the Petition.

8. The purpose of this Motion is to permit the original Docket No. TO-031973 under which the Agreement was approved to be reopened to allow Commission review of the Amended TSA pursuant to Olympic's Petition filed simultaneously herewith.

NOTIFICATION TO SHIPPERS

9. Simultaneously with filing this Motion and the Petition, Olympic has notified all its customers of the Amended TSA, of the Petition and of a storage agreement ("Lease") for a portion of Olympic's Bayview facility that Olympic has entered into predicated upon the removal of that portion of Bayview from its rate base as provided in the Amended TSA.

ARGUMENTS IN FAVOR OF RELIEF

10. For the reasons stated in the Petition, Olympic believes approval of the Amended TSA is in the public interest. Based upon discussions with Commission staff, Movant concluded that the most appropriate docket for presenting this issue to the Commission was the same docket under which the Agreement itself was previously approved. This Motion is intended to permit the Petition to be filed under that docket.

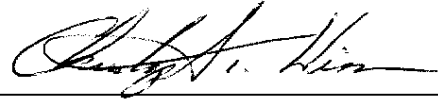
PRAYER FOR RELIEF

11. Olympic respectfully requests that Docket No. TO-031973 be reopened to enable the Commission to consider the merits of Olympic's Petition.

DATED this 30th day of September, 2008.

Respectfully submitted,

OLYMPIC PIPE LINE COMPANY



Arthur W. Harrigan, Jr.

Christopher T. Wion

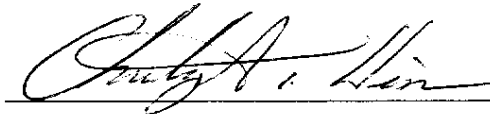
Danielson Harrigan Leyh & Tollefson LLP

VERIFICATION

STATE OF WASHINGTON)
) ss.
COUNTY OF KING)

Christopher T. Wion, being first duly sworn, on oath deposes and says:

That he is the legal representative of Olympic Pipe Line Company, that he has read the foregoing Motion to Reopen Docket No. TO-031973, that he knows the contents thereof, and that he believes the same to be true to the best of his knowledge and belief.



SUBSCRIBED AND SWORN to before me this 30 day of September, 2008.



Susan R. Clifford
Print Name: Susan R. Clifford
Notary Public in and for the State of Washington,
Residing at Lake Stevens
My Commission Expires: 2-19-10