

ENBRIDGE ENERGY PARTNERS LP

Form 8-K

November 21, 2017

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

**PURSUANT TO SECTION 13 OR 15(d)**

**OF THE SECURITIES EXCHANGE ACT OF 1934**

**Date of report (Date of earliest event reported): November 20, 2017**

**ENBRIDGE ENERGY PARTNERS, L.P.**

**(Exact Name of Registrant as Specified in Charter)**

**DELAWARE**

**(State or Other Jurisdiction**

**1-10934**

**(Commission**

**39-1715850**

**(IRS Employer**





**Item 5.03. Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.**

On November 20, 2017, Enbridge Energy Company, Inc., the general partner (the “General Partner”) of Enbridge Energy Partners, L.P. (the “Partnership”), entered into Amendment No. 1 (the “Amendment”) to the Eighth Amended and Restated Agreement of Limited Partnership of the Partnership, dated as of April 27, 2017 (as amended, the “Partnership Agreement”), in response to changes to the Internal Revenue Code enacted by the Bipartisan Budget Act of 2015 (the “BBA”) relating to partnership audit and adjustment procedures. The Amendment makes certain revisions to the Partnership Agreement that facilitate the General Partner’s obligations as the “Partnership Representative” under the BBA and, if possible and practical, provide the General Partner with the option of maintaining the current economic balance by which the partners during a reviewed year bear the economic burden associated with any adjustments for such year.

The foregoing description of the Amendment in this Current Report does not purport to be complete and is qualified in its entirety by reference to the full text of the Amendment, a copy of which is filed as Exhibit 3.1 to this Current Report, and is incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits.

Exhibit Number Description

3.1 Amendment No. 1 to Eighth Amended and Restated Agreement of Limited Partnership of Enbridge Energy Partners, L.P

**Index of Exhibits**

**Exhibit Number Description**

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|------------|---|
| <u>3.1</u> | <u>Amendment No. 1 to Eighth Amended and Restated Agreement of Limited Partnership of Enbridge Energy Partners, L.P</u> |
|------------|---|

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

**ENBRIDGE ENERGY PARTNERS, L.P.**

**(Registrant)**

By: Enbridge Energy Management, L.L.C.  
as delegate of Enbridge Energy Company, Inc.,

its General Partner

Date: November 21, 2017 By: /s/ Valorie Wanner  
Valorie Wanner

*Corporate Secretary*

*(Duly Authorized Officer)*