

STATE OF NORTH DAKOTA
PUBLIC SERVICE COMMISSION

TRANSCANADA KEYSTONE PIPELINE, LP

CASE No. PU-06-421

30-INCH CRUDE OIL PIPELINE/CAVALIER TO SARGENT COUNTIES

SITING APPLICATION

OAH CASE No. 20070181

TESTIMONY OF SCOTT ELLIS
IN SUPPORT OF APPLICATIONS
FOR A CORRIDOR CERTIFICATE AND ROUTE PERMIT

SCOTT ELLIS, BEING FIRST DULY SWORN, ON OATH, DEPOSES AND STATES AS FOLLOWS:

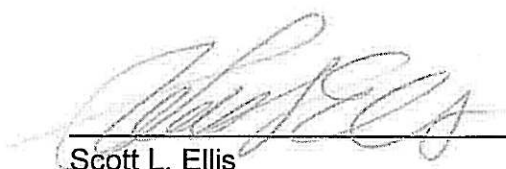
1. My name is Scott Ellis. I am a senior program manager with ENSR, Fort Collins, Colorado. ENSR is providing environmental consulting services to TransCanada Keystone Pipeline, L.P. (Keystone) with respect to the Keystone Pipeline project.
2. I am filing this testimony on behalf of Keystone, in support of its applications for a Certificate of Corridor Compatibility and a Route Permit for the proposed Keystone project.
3. I am attaching a copy of my resume and professional qualifications.
4. On April 10, 2007, Keystone filed an application for a Certificate of Corridor Compatibility and an application for a Route Permit, pursuant to the North Dakota Energy Conversion and Transmission Facility Siting Act, North Dakota Century Code, Chapter 49-22.
5. By its applications, Keystone seeks authorization to site and construct a 30-inch crude oil pipeline and appurtenant facilities, which will deliver

crude oil from an oil supply hub near Hardisty, Alberta, Canada to Wood River and Patoka, Illinois and Cushing, Oklahoma.

6. The pipeline will enter North Dakota at the North Dakota/Canada border in Cavalier County and will extend in a southerly direction, exiting the State at the South Dakota border in Sargent County. The length of the pipeline in North Dakota will be approximately 218 miles.
7. Keystone's applications address the elements required by the North Dakota Century Code. The Corridor Certificate application is organized pursuant to the North Dakota Public Service Commission's (Commission) "Application Guidelines for a Certificate of Corridor Compatibility."
8. I am responsible for the following portions of Keystone's application for a Certificate of Corridor Compatibility:
 - a. Section D.2.a. – Exclusion Areas. This section addresses exclusion areas, which are areas excluded in the consideration of a route for a transmission facility.
 - b. Section D.2.b. – Avoidance Areas. This section addresses avoidance areas, which are areas that are not considered in the routing of a transmission facility, unless the applicant shows that, under the circumstances, there is no reasonable alternative.
 - c. Section D.2.c.ii(1). -- Selection Criteria, Impact on Noise Sensitive Land Uses.
 - d. Section D.2.c.ii(2). -- Selection Criteria, Visual Effect on the Adjacent Area.
 - e. Section D.2.c.ii(3). -- Selection Criteria, Extractive and Storage Resources.

- f. Section D.2.c.ii(4). -- Selection Criteria, Wetlands, Woodlands, and Wooded Areas.
 - g. Section D.2.c.ii(5). -- Selection Criteria, Radio and Television Reception, and other Communication or Electronic Control Facilities.
 - h. Section D.2.c.ii(7). -- Selection Criteria, Animal Health and Safety (with Keystone witness Heidi Tilquist).
 - i. Section D.2.c.ii(8). -- Selection Criteria, Plant Life.
 - j. Section D.5. – Maps.
9. I am responsible for the following portions of Keystone's Route Permit application:
- a. Section B.6. – Irreversible and irretrievable commitments of natural resources should the proposed corridor or route be designated.
 - b. Section B.11. I am responsible for the discussion of Keystone's consultation with the U.S Fish and Wildlife Service, the North Dakota Game and Fish Department, the North Dakota State Lands Department, the North Dakota State Health Department, the North Dakota State Water Commission, the State Historical Society of North Dakota, and the Advisory Council on Historic Preservation.

Dated this 19th day of July, 2007.



Scott L. Ellis

County of Larimer)

) ss.

State of Colorado)

On the 19 day of July, 2007, before me personally appeared Scott L. Ellis, known to me to be the same person described in and who executed the within and foregoing instrument and acknowledged to me that he executed the same.



Marcia Williams

Notary Public, State of Colorado

My Commission Expires 4/12/2010

(SEAL)

Scott L. Ellis

Years Experience: 31

Technical Specialties

- Management of Environmental Studies Required for State and Federal Permits
- Design and Execution of Baseline and Impact Assessment Studies
- Biological Assessment for Threatened and Endangered Species

Professional History

- ENSR

Education

- BA (Biology and English) Cornell University

Representative Project Experience

A. Pipelines

Trow Engineering/TransCanada Keystone Pipeline. Current regulatory project manager for the acquisition of environmental permits for a crude oil pipeline from Alberta, Canada to refinery and pipeline interconnections destinations near Saint Louis, Illinois, and Cushing, Oklahoma. The proposed pipeline would cross the states of North and South Dakota, Nebraska, Kansas, Oklahoma, Missouri, and Illinois. Responsible for supervising environmental data collection programs (i.e. cultural resources, wetlands, and biological resources); coordination with state and federal permitting agencies concerning permit requirements; and oversight of environmental permit application preparation. Participation on a team to identify the initial project pipeline routes and land use constraints. Routing studies included reviews of state data bases, aerial photography, and aerial flyovers. Internal team responsibilities include representation of the environmental programs in team progress meetings, supervision of field office coordination teams, and overall financial responsibility for work performed by ENSR staff and 7 subcontractor companies.

BLM, Shell New Mexico Products Pipeline. Project manager for the preparation of a third party impact statement in 2003 for a the conversion of an existing 16-inch crude oil pipeline to petroleum products service. This pipeline extends from Odessa, Texas to Bloomfield, New Mexico. The BLM was the lead federal agency, and the Bureau of Indian Affairs was a cooperating agency. The Office of Pipeline Safety provided technical review of safety aspects of the conversion process. Major issues included the operational safety of a 1950's era pipeline, and potential spill effects on aquifers and surface water supply sources.

BLM, U.S. Forest Service, and Federal Energy Regulatory Commission, Questar, Williams, and Kern River (QWK) Pipeline Projects Environmental Impact Statement.

Project manager for an environmental impact statement project for three pipeline projects (75- and an 82-mile natural gas pipelines; 460-mile petroleum products pipeline) in the states of New Mexico, Colorado, and Utah. Major issues include the risk of petroleum product spills and natural gas releases, geologic hazards, Forest Service roadless areas, and cumulative impacts. Mr. Ellis was responsible for supervising internal staff and four specialty subcontractors.

BLM Farmington District/Mid-America Pipeline Company, Four Corners Natural Gas Liquids Loop Project Environmental Assessment and Environmental Permits.

Project manager for the preparation of a BLM Environmental Assessment for a 400-mile, 12-inch natural gas liquids pipeline extending from northwest to southeast New Mexico. Primary issues for the project included a large number of sensitive species potentially affected by the project (approximately 100), extensive cultural resources, and construction methods for stream and river crossings. Responsibilities included scoping meeting organization and participation, directing staff preparing the Environmental Assessment and Biological Assessment, and coordinating with the BLM, and the Bureau of Indian Affairs, which represented the Navajo Nation and Santa Ana and Zia Pueblos. The Environmental Assessment was completed on an expedited schedule of 7 months.

Mr. Ellis also supervised construction monitoring and inspection for sensitive plant and animal species, and sensitive stream crossings and wetland areas. The inspection and monitoring team included up to 5 staff stationed at various locations.

BLM Utah State Office/Williams Pipeline Company, Rocky Mountain System Natural Gas Liquids Loop Project Environmental Assessment and Environmental Permits.

Project manager for the preparation of an Environmental Assessment for a 412-mile natural gas liquids 11-to 16-inch natural gas liquids loop pipeline between Bloomfield, New Mexico, and Browns Park, Utah. Responsibilities included supervision of the preparation of the environmental assessment, the biological assessment, sections of the project Plan of Development, 404 Permit Applications, and Storm Water and Hydrostatic Test Discharge Permit Applications. ENSR also provided biological resource and water quality protection measure compliance surveys and inspection during construction. Mr. Ellis supervised internal staff and two specialty biological subcontractor firms.

FERC, BLM, Entrega Natural Gas Pipeline EIS. Project manager for the preparation of a third party impact statement in 2005 for a 328-mile 36 to 42-inch diameter pipeline from the Piceance Basin of Colorado to the vicinity of Cheyenne, Wyoming. FERC was the lead federal agency, and the BLM a cooperating agency. Major issues included river

crossings, and cumulative impacts with other existing and proposed pipeline projects sharing the same pipeline corridor.

FERC, BLM, WIC Piceance Basin Expansion Natural Gas Pipeline EIS. Project manager for the preparation of a third party impact statement in 2005 for a 142-mile 24-inch diameter pipeline from the Piceance Basin of Colorado to the vicinity of Wamsutter, Wyoming. FERC was the lead federal agency, and the BLM a cooperating agency. Major issues included river crossings, and cumulative impacts with other existing and proposed pipeline projects sharing the same pipeline corridor.

BLM, U.S. Forest Service, Federal Energy Regulatory Commission/ KN Energy, Questar, TransColorado Pipeline Environmental Impact Statement and Environmental Permits. Project manager for the preparation of a third-party environmental impact statement in 1992 for a 300-mile natural gas pipeline from northwestern Colorado to northwestern New Mexico. Lead agencies were the Federal Energy Regulatory Commission, BLM, and the U.S. Forest Service. Major issues included pipeline routing alternatives in relation to land use and natural resources, expansion of existing utility corridors, threatened and endangered species, air quality in Class I areas, and visual effects. Technical field studies included effects on municipal water supply areas, effects of saline soils, and potential effects on threatened and endangered species, including the Mexican spotted owl, black-footed ferret, and bald eagle. Mr. Ellis was responsible for all aspects of environmental impact statement preparation including facilitation of scoping meetings, hearings, and interagency review meetings. In 1998, Mr. Ellis supervised the preparation of a Supplement to the final environmental impact statement that addressed new issues that emerged since 1992.

Mr. Ellis directed field studies required for U.S. Fish and Wildlife Service Section 7 consultation, COE 404 permit applications, and was responsible for oversight of a major cultural resource program that included mitigation of numerous large archaeological sites in southwestern Colorado and northwestern New Mexico.

Mr. Ellis also directed biological compliance inspections and surveys during pipeline construction, and participated in the processing of construction variance requests. Mr. Ellis was the primary contact with TransColorado and the agencies during the permitting period and construction. The permitting portion of the project was completed in 9 months under an expedited schedule so that construction could begin during the summer of 1998; construction was completed in 6 months.

BLM/Burlington Resources/Enron Capital and Trading, Lost Creek Gathering System Environmental Assessment, Wyoming. Project manager for a 150-mile natural gas gathering pipeline system. Supervised the preparation of a BLM environmental assessment, Biological Assessment for threatened and endangered species, 404 application, water quality applications and plans, and air quality permit applications.

Other studies included cultural resource surveys, aerial and ground surveys for endangered species, and wetland delineations. Special considerations included pipeline route selection that involved evaluation of the risk of encountering contaminated groundwater at trench depth near at a uranium mill site being closed under Nuclear Regulatory Commission oversight, and mitigation for multiple crossings of the Oregon Trail and other historic trails near Jeffrey City.

Mr. Ellis supervised pre-construction and construction monitoring surveys for raptors, sage grouse, and other sensitive species during the construction and reclamation period.

BLM/Amoco Production Company, Cave Creek Sour Gas System Environmental Assessment. Manager for the Cave Creek Sour Gas Project, a 40-mile sour gas gathering system. Key issues on this environmental assessment were risks from sour gas (hydrogen sulfide) releases and pipeline routing options that would minimize the risk of sour gas exposure to humans, wildlife, and fish.

Federal Energy Regulatory Commission and California State Lands, Questar Southern Trails Environmental Impact Statement/Environmental Impact Report. Project manager for a 675-mile crude-oil to natural gas pipeline conversion project from northwestern New Mexico, across Arizona to Long Beach, California. ENSR was the environmental impact statement/environmental impact report contractor under the direction of Federal Energy Regulatory Commission and California State Lands. Major issues included urban construction effects, construction across Navajo Nation and Hopi lands, seismic hazards, and threatened and endangered species. Mr. Ellis was responsible for supervision of internal staff, and four specialty subcontractor firms.

Federal Energy Regulatory Commission and California State Lands, Tuscarora Natural Gas Pipeline Environmental Impact Statement/Environmental Impact Report. As a subcontractor to Resource Management, Inc, assistant project manager responsible for physical resource discipline sections for a joint federal and state Environmental Impact Statement/Environmental Impact Report for an approximately 300-mile, 20-inch natural gas pipeline from southeastern Oregon to Reno, Nevada. ENSR staff conducted field reviews, prepared Environmental Impact Statement/Environmental Impact Report sections, and participated in agency review meetings during the document preparation process.

Federal Energy Regulatory Commission and BLM/Tuscarora Pipeline Company, Hungry Valley Natural Gas Lateral Federal Energy Regulatory Commission Resource Reports and Environmental Assessment. Project manager for preparation of land use and soils sections of Federal Energy Regulatory Commission resource reports for a 15-mile natural gas pipeline lateral located on the north side of Reno, Nevada. Major issues included pipeline construction effects within residential areas, and cumulative effects among various development projects.

Washington Energy Facility Siting Council, TransMountain Pipeline Preliminary Study. Participant in a scoping study to determine environmental impact statement issues for a controversial crude oil pipeline project that would cross Puget Sound along both underwater and overland segments. The major project issue was the relative oil spill risks of pipeline operation versus the existing tanker traffic across the Sound. Responsible for participating in public meetings and providing a framework for evaluating oil spill risk issues in the environmental impact statement.

El Paso Natural Gas Co., All-American Pipeline Conversion Project. Principal-in-charge for conversion of an existing crude oil pipeline to natural gas service for the California segment of the pipeline. Oversight of Federal Energy Regulatory Commission resource report preparation, field surveys, and coordination with state and federal agencies.

Fluor Engineering, Champlain Pipeline Project. Environmental studies manager for a Federal Energy Regulatory Commission open-season application for a 300-mile natural gas pipeline project that crosses Vermont, New Hampshire, and Massachusetts. Managed technical staff, report production, and state and federal agency interactions.

K N Energy, Pony Express Pipeline Project Federal Energy Regulatory Commission Resource Reports, Applicant-Prepared Environmental Assessment, and Environmental Permits. Project manager for the preparation of Federal Energy Regulatory Commission resource reports and applicant-prepared Environmental Assessment for an 800-mile crude oil to natural gas conversion project in Wyoming, Nebraska, Colorado, Kansas, and Missouri. Major issues included cultural resources and threatened and endangered species. ENSR prepared all required storm water, COE 404 permit applications, coordinated with the State Historic Preservation Officers in the respective states, and obtained concurrence letters from the U.S. Fish and Wildlife Service. ENSR provided biological compliance survey support during construction. Mr. Ellis was responsible for managing five cultural resources contractors for various work locations along the pipeline, and for supervising the preparation of project construction compliance documents and environmental inspector training. Mr. Ellis provided primary coordination with Federal Energy Regulatory Commission staff during resource report and Environmental Assessment preparation, and supported K N Energy during negotiations with the Federal Energy Regulatory Commission concerning Certificate environmental conditions.

Northern Tier Pipeline Co., Northern Tier Crude Oil Pipeline Project. Vegetation task manager for a multi-state crude oil pipeline originating in Washington. Responsible for vegetation mapping, evaluating impacts, preparing revegetation guides, and conducting threatened and endangered plant surveys.

Williams Brothers Engineering, ARCO Ferndale Pipeline. Assistant project manager for a 34-mile, 16-inch natural gas pipeline from Sumas to Cherry Point, Washington. Prepared Federal Energy Regulatory Commission environmental report in 2 months. Issues included shoreline permits, wetlands, fisheries, endangered species, and cultural resources

B. Oil and Gas Field Development

BLM, Forest Service/Exxon et al., Riley Ridge Natural Gas Environmental Impact Statement. Vegetation task manager for a third-party Environmental Impact Statement for a gas field development in western Wyoming. Coordinated soil/vegetation correlation and impact assessment activities.

ICATEC S.A./PEMEX, Chicontepec Paleocanal Development Project. Land use task manager for a comprehensive oil field/infrastructure impact analysis for a large oil field in the state of Veracruz, Mexico. Responsible for defining land use patterns and identifying land use constraints in locating drilling sites and pipelines.

BLM/Wildrose Resources, Wildrose Pariette Unit Waterflood Project Environmental Assessment. Project manager for evaluating the effects of using surface water for an oil field waterflooding project in the Uinta Basin of Utah. Issues included effects on wildlife habitats in an adjacent Area of Critical Environmental Concern, and additional surface disturbance associated with construction of injection wells.

BLM/Chevron, Brennan Bottom Waterflood Project Environmental Assessment. Project manager for evaluating the effects of using surface water obtained from the Green River for an oil field waterflooding project in the Uinta Basin of Utah. Environmental Assessment issues included potential water withdrawal effects on threatened and endangered species inhabiting the Green River, and surface disturbance from construction of 14 new producing wells and 11 injection wells within the 1,200-acre Brennan Bottom Unit.

BLM/Coastal Oil and Gas Corporation, Natural Buttes Unit Environmental Assessment. Project manager for an infill expansion of an existing natural gas field in the Uinta Basin of Utah. This expansion consisted of the addition of up to 875 wells within the 78,000-acre Natural Buttes Unit. Environmental Assessment issues included visual resource effects seen from the White River, which is frequented by recreational boaters, and potential effects on nesting raptors and on threatened and endangered species.

BLM/Enron Oil and Gas Company, Chapita Wells Unit Environmental Assessment.

Principal-in-charge and senior reviewer for an infill expansion of an existing natural gas well field in the Uinta Basin of Utah. The expansion consisted of drilling 99 additional wells within the 12,000 Chapita Wells Unit. Environmental Assessment issues included visual resource effects of drill sites seen from the White River, which is frequented by recreational boaters; drill sites potentially seen from Fantasy Canyon, a unique geologic area; and potential effects on nesting raptors and on threatened and endangered species.

BLM/Resource Development Group, Resource Development Group Natural Gas Field Development Environmental Assessment.

Principal-in-charge and senior reviewer for a new and existing natural gas field development project in the southern Uinta Basin of Utah. The proposed project consisted of drilling 970 wells on an 80-acre spacing within an area of approximately 80,000 acres. Environmental Assessment issues included loss of mule deer winter range and winter range use and mitigation of these losses; effects on sage grouse, effects on threatened and endangered species; development effects on areas that may be proposed for wilderness in the future; and cumulative effects of oil and gas development across the Uinta Basin.

BLM/Wexpro Company, Island Unit Environmental Assessment.

Principal-in-charge and senior reviewer for an expansion of an existing natural gas field development in the Uinta Basin of Utah. The proposed project consisted of drilling 97 wells on 40-acre spacing within a 6,900 unit. Environmental Assessment issues included concerns about threatened and endangered species, construction in floodplains, and cumulative effects on air and water resources.

BLM/BIA/Costilla Energy, Hill Creek Unit Environmental Assessment.

Principal-in-charge and senior reviewer for an expansion of an existing natural gas field development in the Uinta Basin of Utah. The proposed project consisted of drilling 47 wells on 40-acre spacing within a 5,350 unit located on BLM and the Uintah/Ouray Indian Reservation. Environmental Assessment issues included and amendment to the BLM Book Cliffs Resource Management Plan; concerns about threatened and endangered species, construction in floodplains, and cumulative effects on air and water resources.

H. Water Resource Development and Management

Basin Electric Power Cooperative, Grayrocks Dam. Participated in public hearings on downstream effects of water withdrawals on the Platte River resulting from construction of the Grayrocks Dam on the Laramie River. Presented testimony on the environmental variables that affect vegetation encroachment into the Platte River channel.

Denver Water Department, Two Forks Dam Threatened and Endangered Species Studies.

Technical specialist responsible for the preparation of biological assessments for federally listed and candidate species that would be potentially affected by the construction and operation of the Two Forks Dam west of Denver, Colorado.

Responsible for the design and execution of population field studies for the Pawnee Montane Skipper butterfly, and for providing witness testimony on Platte River use by threatened and endangered species during agency hearings on the project.

Wyoming Attorney General, Technical and Litigation Support for Threatened and Endangered Species Issues, Platte River. Project manager responsible for providing technical support and expert testimony on endangered species potentially affected by water management changes in the North Platte and Platte River systems. Provided expert witness testimony on Platte River use by threatened and endangered species during instream flow hearings conducted by Nebraska water agencies.

Platte River Whooping Crane Habitat Maintenance Trust, Monitoring Plan. Project manager for developing a habitat monitoring plan for the Big Bend region of Nebraska. The plan included procedures for developing an automated land cover mapping system and employing habitat suitability models to measure the importance of habitat changes.

Bureau of Reclamation, Niobrara River Whooping Crane Habitat Study. Project manager for evaluating the effects of constructing the Norden Dam on the Niobrara River in Nebraska on whooping crane nesting and feeding habitat. The purpose of the project was to define operational criteria that could be used to maintain crane habitat after dam construction between the Bureau of Reclamation and U.S. Fish and Wildlife Service.