

April 9, 2013

VIA HAND DELIVERY

Mr. Darrell Nitschke
Executive Secretary
North Dakota Public Service Commission
600 E. Boulevard, Dept. 408
Bismarck, ND 58505-0480



**RE: BAKKENLINK PIPELINE, LLC
CRUDE OIL PIPELINE —
WILLIAMS TO BILLINGS COUNTIES
CASE NO. PU-10-218**

Dear Mr. Nitschke:

Enclosed for filing are an original and ten (10) copies of the proposed Findings of Fact, Conclusions of Law and Order Granting Amended Corridor Certificate and Amended Route Permit. Also enclosed is a CD containing the enclosed document noted above and this letter in PDF format.

Should you have any questions, please do not hesitate to contact me.

Sincerely,

A handwritten signature in blue ink, appearing to read "L. Bender".

LAWRENCE BENDER

LB/jrr
Enclosures

cc: Mr. Patrick Fahn (*w/ encl. - via e-mail*)
Mr. Mark Gruman (*w/ encl. - via e-mail*)
Mr. Steve Griesser (*via email w/enclosure*)
Mr. Rich Voss (*via email w/enclosure*)
Mr. Darren Snow (*via email w/enclosure*)
Mr. Jame Todd (*via email w/enclosure*)

5452222_1.DOCX

Attorneys & Advisors / Fredrikson & Byron, P.A.

main
fax
www.

140 PU-10-218 Filed: 4/9/2013 Pages: 6
**Proposed Findings of Fact, Conclusions of Law &
Order Granting Amended Corridor Cert. and Route
Permit**

BakkenLink Pipeline, LLC

Lawrence Bender, Fredrikson&Byron

STATE OF NORTH DAKOTA
PUBLIC SERVICE COMMISSION

BakkenLink Pipeline LLC
Crude Oil Pipeline – Williams to Billings County
Siting Application

Case No. PU-10-218

**FINDINGS OF FACT, CONCLUSIONS OF LAW AND ORDER GRANTING
AMENDED CORRIDOR CERTIFICATE AND AMENDED ROUTE PERMIT**

April __, 2013

Appearances

Commissioners: Brian P. Kalk, Julie Fedorchak, and Randy Christmann.

Lawrence Bender, Attorney-at-Law, Fredrikson & Byron, P.A., 200 North Third Street, Suite 150, Bismarck, North Dakota 58501, on behalf of BakkenLink Pipeline LLC.

Illona Jeffcoat-Sacco, Legal Counsel, Public Service Commission, 600 East Boulevard, Dept. 125, Bismarck, North Dakota 58505, on behalf of the North Dakota Public Service Commission.

Patrick Fahn, Director – Compliance and Competitive Markets Division, Public Service Commission, 600 East Boulevard, Bismarck, North Dakota 58505, on behalf of the North Dakota Public Service Commission.

Preliminary Statement

On February 29, 2012, the North Dakota Public Service Commission (“Commission”) issued its Findings of Fact, Conclusions of Law, and Order, granting BakkenLink Pipeline LLC (“BakkenLink”) Certificate of Corridor Compatibility No. 128 and Route Permit No. 137 to authorize construction of a crude oil pipeline project in Billings, Dunn, McKenzie, Stark, and Williams Counties, North Dakota (“Project”).

On September 5, 2012, the Commission issued its Findings of Fact, Conclusions of Law, and Order, granting BakkenLink First Amended Certificate of Corridor Compatibility No. 128 and First Amended Route Permit No. 137.

On January 18, 2013, BakkenLink submitted a letter requesting the Commission staff approve four route and corridor modifications. On February 1, 2013 and February 6, 2013, the Commission held a total of three working sessions to discuss further information it required to grant BakkenLink’s requests. On February 7, 2013, BakkenLink submitted the requested additional materials. The supplemental materials included the Certification of Darren Snow, Addendum 3 to Class II and Class III Cultural Resources Inventory, and Application for Waiver or Reduction of Procedures and Time Schedules, in support of the application. In its waiver request, BakkenLink requests waiver of the following:

1. Procedures that may require separate filings of applications for an amended certificate of corridor compatibility, an amended route permit, and waiver of procedures and time schedules;
2. Procedures that may require separate notices of such applications;
3. Procedures that may require public hearings on such applications; and
4. Procedures that may require separate hearings on such applications, if either a formal or informal hearing is required.

The corridor and route modifications are located in McKenzie County, North Dakota. As modified, the Project would consist of approximately 132 miles of 12-inch and 8-inch diameter underground pipeline.

BakkenLink is requesting the proposed route and corridor modifications for two primary reasons. First, three of the reroutes are at landowner request. The first reroute, the "Knapp Reroute" will relocate the route a maximum of 265 feet west of the original route. This reroute is requested to avoid constructing through a woody draw. The second reroute, the "Lillibridge Reroute," will relocate the route a maximum of 280 feet south of the original route. This reroute is requested to avoid constructing through known scoria deposits located on the property. The third reroute, the "Hoffmann Reroute," will relocate the route a maximum of 175 feet west of the original route. This reroute is requested to move the pipeline closer to an existing fenceline, which is parallel to a quarter-section line. Further, this reroute will avoid a tribal cultural site identified by the Tribal Monitors. Second, the Arrow Receipt Point has been relocated. As a result of the relocation, BakkenLink requests permission to reroute the lateral line to the Arrow Receipt point, and to relocate the pig launching and receiving station that will be constructed at the inception point of the lateral line.

On February 8, 2013, the Commission staffed approved the requested reroutes conditioned on expiration of notice period without comments or requests for hearing.

On February 13, 2013, the Commission issued a Notice of Filings, Notice of Informal Hearing, and Notice of Opportunity for Hearing, scheduling an informal hearing for March 27, 2013, at 1:30 p.m. in the Commission Hearing Room on the 12th Floor of the State Capitol. The Notice further provided that comments and requests for a hearing must be received by March 18, 2013.

The Notice identified the following issues to be considered with respect to BakkenLink's application for waiver of procedures and time schedules:

1. Are the proposed facilities of such length, design, location, or purpose that they will produce minimal adverse effects and that adherence to applicable procedures and time schedules may be waived?
2. Is it appropriate for the Commission to waive any procedures and time schedules as requested in the application?

The Notice identified the following issues to be considered with respect to BakkenLink's application for an amended Certificate of Corridor Compatibility and an amended Route Permit.

1. Will the location, construction, and operation of the proposed facilities produce minimal adverse effects on the environment and upon the welfare of the citizens of North Dakota?
2. Are the proposed facilities compatible with the environmental preservation and the efficient use of resources?
3. Will the proposed facility locations minimize adverse human and environmental impact while ensuring continuing system reliability and integrity and ensuring that energy needs are met and fulfilled in an orderly and timely fashion?

On December 14, 2012, the SHPO filed a letter concurring that no historical properties will be affected by the Project.

On February 27, 2013, the North Dakota Department of Health filed comments stating that it believes environmental impacts from the proposed construction will be minor and recommended certain construction methods to minimize fugitive dust emissions, minimize adverse effects on water bodies, and minimize construction activity noise.

On March 27, 2013, the informal hearing was held as scheduled. No requests for public hearing or other comments were received.

Having allowed all interested persons an opportunity to be heard and having heard, reviewed, and considered all testimony and evidence presented, the Commission makes the following:

Findings of Fact

1. BakkenLink conducted a cultural resource inventory on a 200-foot-wide to 500-foot-wide survey corridor. A map depicting the corridor width is incorporated by reference and attached hereto.
2. As the materials filed by BakkenLink on January 18, 2013 and February 7, 2013 state, no exclusion or avoidance areas will be impacted by the requested corridor and route amendments.
3. As the materials filed by BakkenLink on January 18, 2013 and February 7, 2013 state, the State Historical Society of North Dakota, State Historical Preservation Office, has concurred that no historic properties are affected by the requested corridor and route amendments.

From the foregoing Findings of Fact, the Commission now makes its:

Conclusions of Law

1. The Commission has jurisdiction over the applicant, BakkenLink Pipeline LLC, and over the subject matter of this application under North Dakota Century Code Chapter 49-22.

2. BakkenLink is a utility as defined in North Dakota Century Code Section 49-22-03(13).
3. The proposed pipeline is a transmission facility as defined in North Dakota Century Code Section 49-22-03(12).
4. The location, construction, and operation of the Project will produce minimal adverse effects on the environment and upon the welfare of the citizens of North Dakota.
5. The location, construction and operation of the Project are compatible with environmental preservation and the efficient use of resources.
6. The Project will minimize adverse human and environmental impact while ensuring continuing system reliability and integrity and ensuring that energy needs are met and fulfilled in an orderly and timely fashion.
7. The Project is of such design and location that it will produce minimal adverse effects, in accordance with North Dakota Century Code Section 49-22-07.2.
8. It is appropriate for the Commission to waive those certain procedures and time schedules as requested in the Application and provided under North Dakota Century Code Section 49-22-07.2.

From the foregoing Findings of Fact and Conclusions of Law, the Commission now issues its:

Order

The Commission orders:

1. BakkenLink Pipeline LLC's application for a waiver of procedures and time schedules is granted.
2. Second Amended Certificate of Corridor Compatibility Number 128 is issued to BakkenLink Pipeline LLC designating a corridor for the construction, operation, and maintenance of a 12-inch and 8-inch crude oil pipeline system with receipt points and associated facilities in Billings, McKenzie, Stark, and Williams Counties. For the purposes of the Certificate, the corridor consists of a 200-foot-wide to 500-foot-wide area, centered on the pipeline route for the length of the route, as depicted on the map incorporated by reference and attached to this Order.
3. Second Amended Route Permit Number 137 is issued to BakkenLink Pipeline LLC granting authority to construct and operate a 12-inch and 8-inch crude oil pipeline system with receipt points and associated facilities in Billings, McKenzie, Stark, and Williams Counties.
4. The October 24, 2011 Certification Relating to Order Provisions – Transmission Facility Siting is incorporated by reference and attached to this Order.

5. To the extent there are any conflicts or inconsistencies between the Application and the certification provisions, the certification provisions control.

PUBLIC SERVICE COMMISSION

Randy Christmann
Commissioner

Brian P. Kalk
Chairman

Julie Fedorchak
Commissioner

5364987_1.DOCX