NORTH DAKOTA PUBLIC SERVICE COMMISSION

APPLICATION OF

ENBRIDGE PIPELINES (NORTH DAKOTA) LLC

for

ROUTE PERMIT

BERTHOLD STATION EXPANSION PROJECT
December 2011

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DESCRIPTION OF PROPOSED FACILITY

A.1. TYPE OF FACILITY

This is a Consolidated Application for a Corridor Certificate and Route Permit. These matters are discussed in Section A.1 of the Corridor Certificate portion of this Application.

A.2. PRODUCT

This is a Consolidated Application for a Corridor Certificate and Route Permit. These matters are discussed in Section A.2 of the Corridor Certificate portion of this Application.

A.3. SIZE AND DESIGN

This is a Consolidated Application for a Corridor Certificate and Route Permit. These matters are discussed in Section A.3 of the Corridor Certificate portion of this Application.

A.4. TIME SCHEDULE

This is a Consolidated Application for a Corridor Certificate and Route Permit. These matters are discussed in Section A.4 of the Corridor Certificate portion of this Application.

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SECTION B

LOCATION

B.1 APPLICANT'S POLICIES AND COMMITMENTS TO LIMIT ENVIRONMENTAL IMPACT

An integral part of Enbridge Pipelines (North Dakota) LLC's (EPND) business conduct is environmental protection. Environmental protection efforts will span the entire Project, from planning through construction to restoration and into operation.

B.1.a Construction

As described in Section A of the Application for Certificate of Corridor Compatibility, EPND is planning to upgrade and expand its existing Berthold Station and Terminal Facility for connectivity to a new rail transfer facility, all being located west of the City of Berthold in Ward County, North Dakota. This Berthold Station Expansion Project (Project) is designed to offer an additional 80,000 barrels per day (bpd) of export capacity and involves the acquisition of new land (Berthold West & Berthold South), and the installation of new station facilities, pumping units, tankage and associated station piping, including all valves and appurtenances. *See* Project Overview Map enclosed herewith as Exhibit A.2. The Project will result in minor temporary short-term impacts, but is not expected to result in significant long-term changes to the environment.

Planning, design, construction, and restoration will incorporate the equipment and measures discussed in Sections B.6 and B.9. Environmental monitoring and inspection will take place during and after construction. Environmental Inspectors will monitor compliance with required environmental protection measures, permit conditions, and specifications, and provide ongoing oversight for day-to-day issues that may arise during construction. Contract specifications will incorporate environmental protection and mitigation measures, and contractors will be expected to implement these measures in the field. Contractor training and project orientation will also be provided by EPND.

Environmental data has been assessed as described in Section B of the Application for Certificate of Corridor Compatibility. EPND will continue to

work with appropriate regulatory agencies to gather comprehensive information during the permitting process.

B.2 DISCUSS THE FACTORS LISTED IN SECTION 49-22-09 NDCC TO AID THE COMMISSION'S EVALUATION OF THE PROPOSED PIPELINE ROUTE

Factors which the North Dakota Public Service Commission (ND-PSC or Commission) consider in evaluating the designation of corridors and routes include the following:

B.2.a Available Research and Investigations Relating to the Effects of the Location, Construction, and Operation of the Proposed Facility on Public Health and Welfare, Natural Resources, and the Environment

A discussion of the effects of the location, construction, and operation of the Project on public health and welfare, natural resources, and the environment is included in Section B of the Application for Certificate of Corridor Compatibility. Research and investigation relating to these effects have included cultural resource reviews, protected species and sensitive area reviews, and wetland studies.

B.2.b The Effects of New Energy Conversion and Transmission Technologies and Systems Designed to Minimize Adverse Environmental Effects

The Project does not include new energy conversion or transmission technologies that are expressly designed to minimize adverse environmental effects. As described in EPND's Environmental Mitigation Plan (EMP), current construction techniques and mitigation measures will be employed to minimize the effect of construction on environmental resources (*see* Exhibit E of the Application for Certificate of Corridor Compatibility). These measures are also discussed in Section D.5 of the Application for a Certificate of Corridor Compatibility.

B.2.c The Potential for Beneficial Uses of Waste Energy from a Proposed Energy Conversion Facility

The Project does not involve new energy conversion facilities. No usable waste energy will result from the Project.

B.2.d Adverse Direct and Indirect Environmental Effects, Which Cannot be Avoided Should the Proposed Site or Route be Designated

Unavoidable adverse direct and indirect environmental effects may include short-term or temporary effects on vegetation, wildlife, and noise levels and permanent conversion of agricultural lands to industrial use as described in Section D.2 of the Application for a Certificate of Corridor Compatibility. EPND will implement mitigation measures to minimize these impacts as described in EPND's EMP (*See* Exhibit E).

B.2.e Alternatives to the Proposed Site, Corridor or Route, Which are Developed During the Hearing Process and Which Minimize Adverse Effects

Alternatives that EPND considered when planning the project are discussed in Section C.2 of the Application for Certificate of Corridor Compatibility.

B.2.f Irreversible and Irretrievable Commitments of Natural Resources Should the Proposed Site, Corridor or Route be Designated

Of the approximately 411-acre project area, less than 10 acres of agricultural land would be permanently converted to industrial land upon the ND-PSC issuing an order and permit to construct, own and operate the facilities described herein. As described in Section D.2.b.(1) of the Corridor Certificate, in areas where aboveground features are not present, Enbridge may lease portions of the Berthold West and South property to local farmers.

Given the relatively small amount of these impacts in the project area, only minimal irreversible or irretrievable commitments of natural resources will result from the Project. EPND will implement mitigation measures to minimize the amount of these impacts in the Project area, only minimal irreversible or irretrievable commitments of natural resources will result from the Project. EPND will implement mitigation measures to minimize these impacts as described in EPND's EMP (*See* Exhibit E).

B.2.g The Direct and Indirect Economic Impacts of the Proposed Facility

B.2.g.(1) The Project presents an opportunity to utilize existing facilities to meet the need for additional liquid petroleum transportation in this region.

B.2.g.(2) The Project has significant economic benefits, such as:

- Providing a stable source of crude oil supplies to the refining regions throughout PADD II, including oil receiving terminals along the Gulf Coast, which helps to support a healthy economic environment throughout the entire Upper Midwest and beyond.

- Providing an increase of $1.834 million in estimated property taxes.

- Based on economic modeling by the Federal Bureau of Economic Analysis and consultation with EPND's economic expert, it is estimated that the Project construction will lead to 2,400 person-years of jobs and $300 million in economic activity in North Dakota over the 2012 period. This activity will be concentrated in the northwest part of the state. Additionally, the incremental capacity, as described herein, is expected to lead to an increase in average annual revenues beginning in 2013 of over $77 million, which will further generate an estimated 350 jobs.

- Local businesses will benefit from the demand for goods and services generated by the temporary workforce's need for food and lodging. In addition, EPND will purchase some of the materials necessary for the Project's construction locally. EPND estimates that local purchases made for construction of the project will primarily include consumables, fuel, equipment rental, and miscellaneous construction-related materials (*e.g.*, office supplies).

- It is anticipated that the direct operation of the rail transfer facility will require approximately 30 employees working full time by the third-party contractor.

B.2.h Existing Plans of the State, Local Government, and Private Entities for Other Developments at or in the Vicinity of the Proposed Site, Corridor, or Route

EPND is not aware of other existing developments plans by state, local or other government entities or third parties at or in the vicinity of the Project.

B.2.i The Effect of the Proposed Site or Route on Existing Scenic Areas, Historic Sites and Structures, and Paleontological or Archaeological Sites

Regarding existing scenic areas, the Project area is located in a part of North Dakota that is flat or rolling farm fields or rangeland, with no mountains, valleys, or other topography to break up the landscape. The current land use is predominately agricultural (cultivated crops). The only permanent impacts on visual resources would be above ground storage tanks, associated pumps, and manifold piping built in association with the Project. Tanks would be built near EPND's existing Berthold Station in a rural agricultural area, where the additional structures would have a negligible visual effect on adjacent areas.

The Project is not expected to affect any paleontological resources. The bedrock of the region is covered with quaternary glacial till, which only rarely contains fossilized material dating to the Quaternary Period.

Metcalf Archaeological Consultants, Inc. (MAC) conducted a literature review and a Class III cultural resources inventory for the survey area in two mobilizations. MAC surveyed the Berthold West property in May 2011, and the Berthold South property in September 2011. The literature review revealed seven previously recorded sites within one mile of the survey area, but none within the project area itself. None of the previously recorded sites will be impacted by the Project. One historic site was recorded during the September 2011 mobilization. A standing but non-functional windmill was identified in the southeast quadrant of the Project area. The windmill is of the most common type found in the rural Upper Midwest, and MAC recommended that the windmill site did not meet the criteria for listing on the National Register of Historic Places (*See* Exhibit C.1).

EPND submitted the survey reports to the ND-SHPO on November 8, 2011 (Berthold South property) and on November 29, 2011 (Berthold

West property), for Project review and concurrence with the recommendations that there would be no effect to historic properties. The ND-SHPO provided their concurrence with the recommendations and Project clearance on November 15, 2011 and November 29, 2011, respectively (*See* Exhibit C.2).

B.2.j The Effect of the Proposed Route on Areas Which are Unique Because of Biological Wealth or Because They are Habitats for Rare and Endangered Species

U.S. Fish and Wildlife Service (USFWS)

EPND initiated consultation with the U.S. Fish and Wildlife Service (USFWS) on November 23, 2011 for concerns related to federally-listed species and critical habitats that may be affected by the Project, as well as the location of USFWS-administered wetland and grassland easements. At the time of this filing, a response has not been received.

As described in Section B.3 of the Corridor Certificate, EPND commissioned a habitat assessment of the Berthold South property in September/October 2011 (see Exhibit D.1), which included a direct assessment of the Project area, and a general assessment within one-half mile. The assessment did not reveal habitat areas of concern. The Project is not located across or near any significant ecological community and is not likely to adversely affect critical wildlife habitats.

Assessments for federally-listed threatened, endangered and candidate species were conducted by evaluating historic and present occurrences, and by determining if potential habitat exists within the Project area. Determinations were made concerning direct and cumulative effects of the proposed activities on each species and their habitat. Currently, five federally-listed species have been documented in Ward County. In addition, critical habitat for the piping plover is listed as present in the county.

- Gray Wolf (*Canis lupus*) - federally endangered;
- Piping Plover (*Charadrius melodus*) - federally threatened with designated critical habitat;
- Whooping Crane (*Grus Americana*) - federally endangered;
- Sprague's Pipit (*Anthus spragueii*) – candidate species; and
- Dakota Skipper (*Hesperia dacotae*) – candidate species.

The Dakota Skipper and Sprague's Pipit have been determined to be candidate species under the federal Endangered Species Act. No legal requirement exists to protect candidate species; however, the USFWS considers these species as having significant value and worth protecting.

B.2.j.(1) Species Assessments

Assessments for federally-listed threatened, endangered species were conducted by evaluating historic and present occurrences and by determining if potential habitat exists within the project area. A determination was made concerning direct and cumulative effects of the proposed activities on each species. Determinations made for federally-listed species are:

- No effect;
- Not likely to adversely affect;
- Is likely to adversely affect;
- Is likely to jeopardize a proposed species or adversely modify critical habitat; and
- Is not likely to jeopardize a proposed species or adversely modify critical habitat.

The habitat assessment (*See* Exhibit D.1) completed by Carlson McCain assessed potential Project impacts to the species listed above and made the following determinations:

Whooping Crane

The primary nesting area for the whooping crane is in Canada's Wood Buffalo National Park. Arkansas National Wildlife Refuge in Texas is the primary wintering area for whooping cranes. In the spring and fall, the cranes migrate primarily along the Central Flyway. During the migration, cranes make numerous stops, roosting in large shallow marshes, and feeding and loafing in harvested grain fields. The primary threats to whooping cranes are power lines, illegal hunting, and habitat loss.

The Project is located within the Central Flyway, an approximate 90-mile wide corridor which serves as a major bird migration route. Approximately 75% of the whooping

crane state sightings in North Dakota occur within the Central Flyway. The habitat assessment did not reveal any historic sightings within one mile.

Suitable habitat is located within the survey area, and whooping cranes may fly over, temporarily feed, or loaf in the area. Construction activities may cause migratory cranes to divert from the area, but are not likely to result in any fatalities. Whooping cranes were not observed during the field survey. The Project is not likely to adversely affect this species.

Gray Wolf

Gray wolves were historically found throughout much of North America, including the Upper Great Plains. Human activities have restricted their present range to the northern forests of Minnesota, Wisconsin, and Michigan and the Northern Rocky Mountains of Idaho, Montana, and Wyoming. They now only occur as occasional visitors in North Dakota. The most suitable habitat for the gray wolf is found around the Turtle Mountains region (approximately 100 miles northeast of Berthold Station) where documented and unconfirmed reports of gray wolves in North Dakota have occurred.

Gray wolves were not observed during the habitat assessment and there is no potential habitat located in the survey area. The Project will have no effect on this species.

Piping Plover

Piping plovers are found along the Missouri and Yellowstone River systems and on large alkaline wetlands. Nesting sites and critical habitat have been documented on the shorelines of Lake Sakakawea and on large alkaline wetlands. Suitable nesting habitat is not located within the survey area.

No piping plovers were observed during the on-site assessment and the Project will not disrupt any designated critical habitat. There is no designated critical habitat within 10 miles of the project area. The Project is not likely to adversely affect this species at this time and will have no effect on critical habitat.

Dakota Skipper

Dakota Skippers are currently listed as a candidate species in North Dakota and have been documented in Ward County. Larvae of the Dakota Skipper feed on grasses, favoring little bluestem. Adults emerge in mid-June, feeding on the nectar of flowering native forbs. Harebell (Campanula rotundifolia), wood lily (Lilium philadelphicum), and purple coneflower (Echinacea angustifolia) are common components of their diet. Dakota Skippers are most likely to be found along river valleys or in mesic segments of mixed grass prairie.

There is no suitable habitat within the survey area, and no individuals were sighted during the habitat assessment. The Project will have no effect on this species.

Sprague's Pipit

The Sprague's Pipit is a ground nesting bird currently listed as a candidate species in North Dakota and has been documented in Ward County. It feeds mostly on insects, spiders and some seeds. The Sprague's pipit is closely tied with native prairie habitat and breeds in the north-central United States in Minnesota, Montana, North Dakota and South Dakota, as well as south-central Canada. During the breeding season, Sprague's pipits prefer large patches of native grassland with a minimum size requirement thought to be approximately 360 acres. The species prefers to breed in well-drained, open grasslands and avoids grasslands with excessive shrubs.

There is no suitable habitat within the survey area, and no individuals were sighted during the habitat assessment. The Project will have no effect on this species.

Raptors and Migratory Birds

The Project may affect raptor and migratory bird species through direct mortality, habitat degradation, and/or displacement of individual birds. These impacts are regulated in part through the Migratory Bird Treaty Act (916 USC 703-711) and the Bald and Golden Eagle Protection Act (BGEPA).

As part of the habitat assessment conducted by Carlson McCain (*see* Exhibit D.1), EPND commissioned a ground raptor nest survey. No raptors were observed during the assessment. Potential nesting habitat is limited to sporadic tree patches and a planted shelterbelt and trees around the city of Berthold.

Wetland and Grassland Easements

EPND initiated consultation with the USFWS on November 23, 2011 to confirm the Berthold Station Expansion Project will not impact any USFWS wetland or grassland easements. A response from the UWFWS has not been received at the time of this filing.

North Dakota Game and Fish Department (NDGF)
EPND initiated consultation with the North Dakota Game and Fish Department (NDGF) on November 23, 2011 for concerns related to state-listed species and their habitats that may be affected by the Project. A response from the NDGF has not been received at the time of this filing. .

North Dakota Parks and Recreation (NDPR)
EPND initiated consultation with the North Dakota Parks and Recreation Department (NDPR) on November 23, 2011 for concerns related to recreation and biological resources. A response from the NDPR has not been received at the time of this filing.

B.2.k Problems Raised by Federal Agencies, Other State Agencies, and Local Entities

To date, no problems or concerns have been raised by federal, state, and local agencies. EPND consulted with the following federal, state, and local agencies to identify potential environmental resources in the project area.

B.2.k.(1) North Dakota Department of Health (NDDH)

Pursuant to North Dakota Administrative Code 33-15-14, EPND will be required to obtain an air permit from the North Dakota Department of Health (NDDH) for construction of new storage tanks and associated equipment. EPND plans to submit its application prior to the initiation of its

construction activities. Prior to placing a tank into service, a complete inspection of the tank will be performed to verify information used for estimating emissions and documenting compliance with the permits.

Applications for hydrostatic test water discharge permits and storm water discharge permits have not yet been submitted to the department.

B.2.k.(2) State Historical Society of North Dakota (State Historic Preservation Office)

A discussion regarding cultural resource investigations and agency correspondence with the ND-SHPO are discussed in Section B.1 of the Application for Certificate of Corridor Compatibility.

B.2.k.(3) North Dakota State Water Commission (SWC)

An application for a Temporary Water Permit for appropriation of hydrostatic test water will be submitted to the North Dakota State Water Commission (SWC) in the 3rd quarter of 2012.

B.2.k.(4) U.S. Army Corps of Engineers (COE)

Wetland delineations of the project area were completed in May, September, and October 2011. (*See* Exhibit D.1). On June 16, 2011, on behalf of EPND, Merjent, Inc. (Merjent) of Minneapolis, Minnesota submitted a formal request for Jurisdictional Determination of delineated features in the Berthold West property to the North Dakota Regulatory Office of the U.S. Army Corps of Engineers (COE) - Omaha District. In a September 9, 2011 response, the COE concluded that none of the delineated features fall within their jurisdiction. A copy of the COE jurisdictional determination is included as Exhibit D.2.

On October 28, 2011, on behalf of EPND, Merjent submitted a request for Jurisdictional Determination of delineated features within the Berthold South property to the COE. At the time of this filing, a response to this request has not been

received. No impacts to COE-jurisdictional wetlands are anticipated during the construction work activities of the transmission facilities described in Section A of the Certificate of Corridor Compatibility Application.

B.3 IDENTIFY AND MAP CRITERIA LEADING TO PROPOSED PIPELINE ROUTE LOCATION WITHIN CORRIDOR

See Section D.2 of the Application for Certificate of Corridor Compatibility.

B.4 RELATIVE VALUE AND EFFECTS UPON EACH CRITERION INCLUDING LOCATION, CONSTRUCTION, AND OPERATION OF THE FACILITY

See Sections D.2, D.3., and D.4 of the Application for Certificate of Corridor Compatibility.

B.5 THE CRITERIA TO BE EVALUATED SHALL INCLUDE AT A MINIMUM ALL OF THE FOLLOWING, WHICH ARE WITHIN THE DESIGNATED CORRIDOR:

- Exclusion Areas;
- Avoidance Areas;
- Selection Criteria;
- Policy Criteria;
- Design and Construction Limitations; and
- Economic Considerations

Complete descriptions, potential impacts, and mitigation measures relevant to the six criteria cited above are provided in Section D.2 of the Application for Certificate of Corridor Compatibility.

B.6 MITIGATION MEASURES

See Section D.5 of the Application for a Certificate of Corridor Compatibility.

B.7 QUALIFICATIONS OF PERSONS CONTRIBUTING TO THE STUDY

See Section D.6 of the Application for a Certificate of Corridor Compatibility.

B.8 MAPS

See Section D.7 of the Application for a Certificate of Corridor Compatibility.

B.9 OTHER MATTERS

The information provided below is in accordance with North Dakota Century Code 49-22-08.1, Sections 1.e, 1.f, and 1.g.

B.9.a Right-of-Way Preparation, Construction and Reclamation Procedures

With regard to site preparation, construction and reclamation procedures, EPND has developed an EMP for the Project (*See* Exhibit E). EPND's EMP provides a detailed discussion of the guidelines and mitigation measures that EPND will implement as part of this Project.

B.9.b Hydrostatic Testing

The new tanks and facilities will be factory and field pressure tested as required by federal pipeline safety regulations and industry codes. Station piping proposed for the Project will be tested as appropriate under these regulations and codes. The testing process will be implemented in accordance with EPND's EMP (Exhibit E) and permits issued by the NDDH.

B.9.c Landowner Issues

No new landowners will be affected by the Project.

EPND plans to expand its existing Berthold Station and Terminal Facility by acquiring three parcels of land which it plans to own in fee. The Berthold West property consists of one parcel of land and the Berthold South property consists of two parcels of land. EPND has secured option agreements for two of the three parcels and is presently working to finalize the option agreement for the remaining parcel.

B.9.d Operations and Safety

B.9.d.(1) Pipeline Operation and Control

EPND's pipeline control center is located in Estevan, Saskatchewan.

The Control Center is manned by pipeline operators 24 hours a day. A computerized pipeline control system allows these operators to remotely monitor and control the pipeline

and related facilities. The Control Center also serves as an emergency center to receive calls from employees, the public or public officials reporting unusual conditions or pipeline failures. The computerized pipeline control system has been designed to control the pipeline within pre-established minimum and maximum operating pressures. Both the computer system and operating practices include procedures for abnormal operating conditions, including emergency shutdown and isolation of the pipeline and notification procedures in the event of suspected emergencies.

B.9.d.(2) Communications Capabilities

Land lines are used to exchange the necessary computerized data for pipeline monitoring and control. EPND maintains a UHF radio system, supplemented by cellular phones, to facilitate personnel communications during operation, maintenance, or emergency activities.

B.9.d.(3) Protection of the Pipe from Damage

EPND has an aggressive program in educating excavators and the public about the presence of the pipeline and preventing damage to the pipeline from excavating equipment. As in all other states where EPND and affiliates have existing facilities, EPND has joined and supports the North Dakota One-Call system.

The pipeline is protected from corrosion in a number of ways. Pipelines are covered with a protective coating. In addition, all buried or submerged metallic structures (pipeline systems) are under a cathodic protection system, as required by Pipeline Safety Regulations.

B.9.d.(4) Inspections

EPND conducts routine inspections of the pipeline and facilities to ensure that the system is operating properly, in compliance with CFR 49 Part 195.

Each calendar year (not to exceed a 15-month interval), the cathodic protection system is monitored by taking pipe/structure-to-soil and line current (where possible)

readings. Additionally, each rectifier and anode groundbed used to impose cathodic protection on the pipeline and associated below-grade facilities is inspected to ensure proper operation. Repairs and adjustments to the cathodic protection system are either made during the annual survey or during later maintenance activities. At least six times per year, each rectifier and critical cathodic protection interference bond to foreign structures is inspected and corrective measures taken, if needed.

In addition, EPND periodically evaluates the effectiveness of its cathodic protection system by conducting supplemental close interval surveys (*e.g.*, close interval pipe to soil, etc.) of the system. Although not required by regulation, this method allows EPND to assess the overall effectiveness of the pipeline system.

The pipeline route, including pump stations and related facilities, is patrolled by air at least 26 times per year to inspect the surface conditions of land on or adjacent to the pipeline right-of-way. If weather and other conditions permit, this aerial inspection is conducted weekly. Line walking inspection of the right-of-way is sometimes used to supplement aerial inspections in congested areas. This inspection also assists in identifying unknown construction or other unsafe activity on the pipeline right-of-way.

Isolating valves are checked at least twice per year to ensure proper operation. In the event of a leak, it is important for valves to close properly to isolate the section of pipeline and minimize the amount of petroleum that may escape. Other components of the pipeline, such as tanks and pump stations, are also routinely inspected.

EPND periodically inspects the transmission segments of its pipeline system in accordance with the integrity management standards under 49 CFR Part 195. These inspections are conducted with the use of an electronic inspection tool – called “instrument pig.” The device travels through the inside of the pipeline and is used to examine the condition (dents, gouges, corrosion, or cracks) of the pipe by on-board computers. Results of the inspection are analyzed, the pipe is inspected to verify preliminary findings, as necessary, and repairs are then made, as required.

All overpressure safety devices capable of limiting, regulating, controlling, and/or relieving operating pressures are inspected and tested to ensure the device is in good mechanical condition and functioning properly.

Periodically, inspectors from the U.S. Department of Transportation, Pipeline and Hazardous Materials Safety Administration ("DOT-PHMSA") inspect EPND's compliance with applicable government regulations. Inspections of the EPND's written procedures, records, and facilities are also periodically conducted.

B.9.d.(5) Maintenance

Many other maintenance activities are performed on the pipeline and related facilities. EPND has a comprehensive preventative maintenance program that meets and, in many cases exceeds, minimum federal safety standards set forth in 49 CFR Part 195. When facilities are added or replaced, there are comprehensive standards for their design and installation in both EPND procedure manuals and contract specifications. Repair pipe is pre-tested and other components used to repair the pipeline meet national standards and regulatory requirements. Other procedures, such as welding procedures, movement of the pipe, coating repair, corrosion control, and tank maintenance, are all guided by written procedures, which have been reviewed by the DOT-PHMSA inspectors.

B.9.d.(6) Training of Personnel

EPND has established a comprehensive orientation, technical, safety, emergency, and on-the-job training program that is in compliance with the Operator Qualification rules issued by the DOT-PHMSA under 49 CFR Part 195. As personnel progress in pipeline operation and maintenance positions, they receive hundreds of hours of formal and on-the-job training. Demonstrations of competence are shown through review of job performance, periodic pipeline control system simulators, emergency exercises, welding certification tests, and other functions required to maintain safe pipeline

operation and maintenance.

B.9.d.(7) Public Awareness Program

EPND carries out a continuing and comprehensive public awareness program to increase awareness of pipelines among affected public (those who live, work and congregate in the vicinity of the pipeline), school districts, excavators, farmers, local public officials and emergency officials.

The objectives of Enbridge's public awareness program is to provide information on pipeline operations, how to recognize and respond to a pipeline emergency, the importance of calling 811 before beginning any digging project, and our commitment to safety and damage prevention. EPND has also been active at the local, county and state level in emergency response planning and frequently conducts joint training/exercises to prepare potential responders to deal with emergencies.

The pipeline route is marked at all public roads and railway crossings (at a minimum) to increase the public's awareness of the underground pipeline. Additional markings are posted at valves, other pipeline facilities, and stations along the pipeline route.

B.9.d.(8) Emergency Preparedness

EPND's operating and maintenance practices are aimed at preventing emergencies. However, it is imperative that EPND be prepared to respond to an emergency. In addition to preventative activities described above, EPND's emergency response program has been prepared in compliance with DOT-PHMSA rules under 49 CFR Part 194. The Emergency Response Plan has been submitted, and approved by DOT-PHMSA and includes pre-planning, control point identification, notifications, and emergency and leak containment procedures

B.9.d.(9) Spill Response

EPND has developed a Spill Prevention, Containment and Control Plan (SPCCP) (See Exhibit H) that describes planning, prevention and control measures to minimize impacts of project-related spills.

B.9.e Other Required Permits

EPND is working with the following other federal and state agencies to secure the appropriate permits required for the Berthold Station Expansion Project as specified below. Although not specifically discussed in this filing, EPND will secure all necessary environmental permits and approvals for all non-PSC regulated portions critical to the overall Project. *See* Table 1 which shows EPND's current status in obtaining those permits.

B.9.e.(1) North Dakota Department of Health (NDDH) – Construction Stormwater Permit and Stormwater Pollution Prevention Plan

EPND will comply with the provisions of the NDDH's North Dakota Pollution Discharge Elimination System (NDPDES) Construction Storm Water Permit program. Coverage under the construction general permit (NDR10-0000) for a project disturbing greater than 1 acre requires the submittal of a notice of intent (NOI) and development of a Stormwater Pollution Prevention Plan (SW3P). The SW3P is a comprehensive document that details project activities and best management practices for erosion and sediment control. Coverage under the general permit becomes effective 7 days after the NOI is submitted to the NDDH.

The NDPDES stormwater discharge general permit associated with industrial activity, NDR05-0000, is required if a facility falls under a specific primary SIC Code. Stations and facilities are assumed to operate (pre- and post-construction) under SIC 4612 (NAICS 486110) for pipeline transportation of crude oil. SIC 4612 does not require industrial stormwater coverage. Therefore, industrial stormwater coverage will not be required for the Project.

B.9.e.(2) State Water Commission (SWC) – Hydrostatic Test Water Appropriation Permit

A water appropriation permit from the SWC would be required to appropriate groundwater or surface waters for hydrostatic testing of the pipeline, tanks and miscellaneous piping. A possible water source includes a slough located southwest of Berthold Station. Authorization is generally obtained within 3 weeks from application submittal. If there is insufficient water present in this slough at the time of construction, an alternative source will utilized to supply water for the hydrostatic test(s).

B.9.e.(3) NDDH – Hydrostatic Test Water Discharge Permit

EPND will prepare and submit the NDPDES permit application - Short Form C for coverage under the general permit (NDG-070000), for the discharge of water from hydrostatic testing activities. Coverage is generally obtained within 30 days after the application is submitted to the NDDH.

B.9.e.(4) NDDH – Air Permit

EPND will complete the NDDH required Permit to Construct application. It is assumed that the total station emissions will be below the PSD (250 tons per year) and Part 70 major source thresholds (100 tons per year per criteria pollutant and 10 tons per year of individual HAPs or 25 tons per year HAPs in aggregate) through the station and control equipment design. An administratively complete permit application which will review all the applicable regulatory requirements, including NSPS, will be submitted. Permit issuance is anticipated within 120 days from submittal of an administratively complete application.

B.9.e.(5) Spill Response - Operation

EPND will update its existing Berthold Station and Terminal U.S. Environmental Protection Agency (EPA) – Spill Prevention, Control, and Countermeasure (SPCC) Plan prior to operation to meet the EPA's SPCC rule 40 CFR, Part 112.

B.9.e.(6) COE – Section 404 Permit Program

As detailed throughout this application, the Project may result in minor temporary impacts to wetlands. EPND has initiated consultation with the COE to determine which, if any, of the wetlands within the project area fall within their jurisdiction. The COE regulates impacts to jurisdictional waters under Section 404 of the Clean Water Act.

The COE has concluded that none of the delineated wetlands in the Berthold West parcel fall with their jurisdiction (see Exhibit D.2). A response regarding the delineated features in the Berthold South parcel is pending. Should the Project result in impacts to COE-jurisdictional wetlands or waterbodies, EPND will work with COE staff to identify the appropriate permitting process.

Table 1 – List of Other Required Permits

Permits/ Requirements	Agency	Applicability	Anticipated Preparation/Submittal Date	Anticipated Issuance/Completion Date
Construction Stormwater Permit and Stormwater Pollution Prevention Plan	North Dakota Department of Health	Required if the project will disturb five or more acres	March 2012	April 2012
Temporary Dewatering/Hydrostatic Discharge Permit	North Dakota Department of Health	Required to discharge hydrostatic test water	3rd Quarter 2012	4th Quarter 2012
Water Appropriation Permit	North Dakota State Water Commission	Required to appropriate hydrostatic test water	3rd Quarter 2012	4th Quarter 2012
Air Permit to Construct	North Dakota Department of Health	Required if the station modifications will increase the potential for air quality emissions	1st Quarter 2012	2nd Quarter 2012
Section 404 Permit (Berthold South Only)[1]	US Army Corps of Engineers	Applicability to be determined – required if Project will have impacts to Corps-jurisdictional features[2]	Applicability TBD	Applicability TBD
Spill Prevention, Control, and Countermeasures Plan Update	Environmental Protection Agency	Plan updates required prior to operation	NA	1st Quarter 2013

[1] Based on a Jurisdictional Determination from the U.S. Army Corps of Engineers dated September 8, 2011 (see Exhibit D.2), no Corps-jurisdictional wetlands are located within the Berthold West property.
[2] A Jurisdictional Determination from the U.S. Army Corps of Engineers for the Berthold South property is pending.