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RECEIVED

JUL 01 2011

June 29, 2011

PUBLIC SERVICE COMMISSION

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

RE: BakkenLink Pipeline LLC's Ten Year Plan

Dear Mr. Nitschke:

Please find enclosed herewith for filing an original and ten copies of:

1. BakkenLink Pipeline LLC's Ten Year Plan: 2011-2021

A CD containing a copy of the above-referenced document in PDF format is also enclosed. Should you have any questions, please advise.

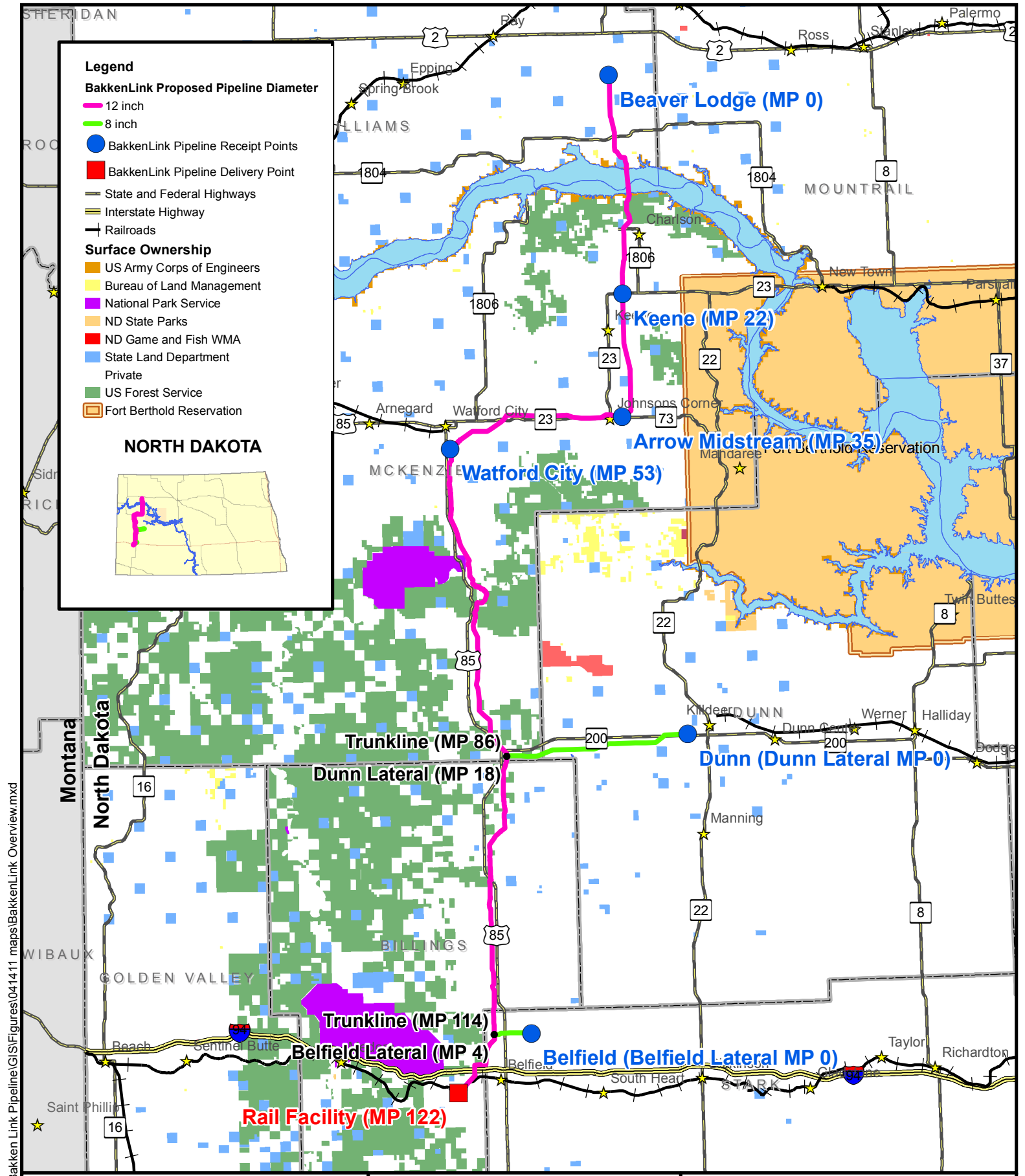
Sincerely,



STEVEN J. GRIESSER

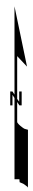
SG/jd
Enclosures

cc: Lawrence Bender – (w/enclosures – via email)



R:\projects\BW\BW1002 Bakken Link Pipeline\GIS\Figures\041411 maps\BakkenLink Overview.mxd

1:760,000
 1 inch = 12 miles
 0 2 4 8 12 Miles
 Base Data: ND GIS Hub



**BakkenLink
Pipeline LLC**

Date: June 2011 Rev: 01

**Figure 1
Location Map
Proposed Route**

TEN YEAR PLAN: 2011-2021
BakkenLink Pipeline LLC

July 2011

In accordance with Section 49-22-04 of the North Dakota Century Code and Chapter 69-06-02 of the North Dakota Administrative Code, BakkenLink Pipeline LLC (BakkenLink), submits the following Ten Year Plan for years 2011 through 2021.

- (1) **A description of the general location, size, and type of all facilities to be owned or operated by the utility during the ensuing ten years, as well as those facilities to be removed from service during the ten-year period.**

The current Project consists of approximately 144 miles of 8-inch and 12-inch steel crude oil pipeline extending from Beaver Lodge, North Dakota to a proposed crude oil rail loading facility located near Fryburg, North Dakota. The Project will be located in the following North Dakota counties: Billings, Dunn, McKenzie, Stark and Williams. The proposed project is depicted on Figure 1 (attached).

Six receipt points will be constructed for input of product (by others). Receipt points will consist of a tee installed in the pipeline to allow connection to a truck terminal or other producer related facilities that are not a part of this Project and will be constructed by others. A mid-route pumping station may be added in the future to boost pipeline capacity.

The in-service date(s) for this project is as follows:

- Arrow Midstream receipt point to Belfield – October 2012
- Beaver Lodge receipt point to Arrow Midstream receipt point – December 2013

- (2) **An identification of the location of the tentative preferred site for all energy conversion facilities and the tentative location of all transmission facilities on which construction is intended to be commenced within the ensuing five years and such other information as may be required by the commission. The site and corridor identification shall be made in compliance with the criteria published by the commission pursuant to section 49-22-05.1.**

There are no energy conversion facilities associated with the BakkenLink project. The preferred pipeline route and location of receipt points is depicted on Figure 1.

BakkenLink evaluated a study area to determine the best location for the placement of the corridor and route in order to minimize any potential land use and environmental impacts,

maximize public benefits, and take into consideration design and construction limitations and economics. The selected location of the route within the corridor was made in compliance with Chapter 49-22-05.1, as discussed in the Application for a Certificate of Corridor Compatibility and Route Permit, submitted to the Commission on June 21, 2011.

BakkenLink is considering extending the crude oil pipeline from Belfield, ND to Keystone XL Pipeline near Baker, MT if the XL project is approved. This segment of pipeline would consist of approximately 70 miles of 12-inch steel pipe. Anticipated in-service date is dependent on approval of Presidential Permit and whether customers of the pipeline have interest at the time of such approval. Aside from this extension, BakkenLink has no plans to construct additional pipeline facilities within the next 5 yrs.

(3) A description of the efforts by the utility to coordinate the plan with other utilities so as to provide a coordinated regional plan for meeting the utility needs of the region.

BakkenLink plans to work with the owners of other crude oil pipelines to develop interconnects, to maximize the efficient use of collective pipeline capacity within the Williston Basin. In some cases pipelines do compete for some of the same business which may restrict ability to coordinate. In the future, additional receipt points may be developed, as well as outlet connections with third party pipelines, including potentially the Enbridge North Dakota pipeline system, the Tesoro High Plains Pipeline system, the Bridger Pipeline system, and as noted earlier, the Keystone XL Pipeline system. Additionally, the strategic position of the Project will encourage the development of pipeline gathering laterals and receipt points and outlet connections with third party pipelines along the pipeline route.

(4) A description of the efforts to involve environmental protection and land-use planning agencies in the planning process, as well as other efforts to identify and minimize environmental problems at the earliest possible stage in the planning process.

BakkenLink has consulted with various federal, state, and local governments, as well as local businesses and residents. Scoping letters presenting the Project were mailed to the various agencies and governing units in September and October of 2010. The recipients of these letters include:

- U.S. Fish and Wildlife Service (USFWS)
- Natural Resources Conservation Service
- U.S. Army Corps of Engineers (USACE)
- Bureau of Reclamation
- U.S. Forest Service (USFS)

- National Park Service
- N.D. Game and Fish Department (NDGF)
- N.D. Parks and Recreation Department (NDPRD)
- N.D. Department of Health (NDDH)
- N.D. Water Commission
- N.D. State Land Department
- N.D. State Historical Preservation Office

The Missouri River crossing is a key logistical consideration. Several crossing locations were evaluated during preliminary design and planning of the Project. Crossing locations west of Williston, at New Town, and a location approximately 10 miles west of the proposed location, have been evaluated. BakkenLink presented the different crossing location options for discussion at meetings with the USACE and USFS on November 2, and December 9, 2010, and on February 9, 2011. In these meetings, the USACE and USFS identified the current crossing location as their preferred route due to the presence of existing pipelines at that location.

Two different routing options through/around the Little Missouri National Grasslands were explored. The first generally followed the proposed Bridger pipeline route around the east side of the grasslands. This route was not chosen primarily due to needs of the prospective customers and other operators and the increased length of larger diameter pipe needed to reach the end point which adds greater overall environmental impacts.

The second routing option was considered at the request of the USFS. Representatives of the USFS initially indicated the preference for a route paralleling the Northern Border Pipeline Company's natural gas pipeline, northeast of the proposed route, instead of the more direct route south of Watford City to Belfield. Again, this alternate route would result in increased mileage of larger diameter pipe and have greater environmental impacts. Recent discussions with the Forest Service about the more direct route and certain construction and mitigation techniques that may be used for crossing Forest Service administered grassland have been positive and they have not made recent requests to further consider this alternative.

The United States Fish & Wildlife Service (USFWS) personnel were contacted during the Project scoping to identify wetland easement areas and it was determined that no wetland easements are crossed by the Route.

The USFWS, NDGF, and NDPRD were asked to review the Corridor for threatened and endangered species and unique habitats. Comments received during this scoping process are discussed in the Application for a Certificate of Corridor Compatibility and Route Permit.

The NDDH is a cooperating agency with the USACE through the state-run 401 Water Quality certification program. The NDDH has indicated that sediment sampling of the lake sediments at the crossing location will need to be performed and analytical testing completed to determine the chemical composition of these sediments. The NDDH will review the results of these tests prior to approval and permitting by the USACE.

A Class I Cultural Resource Inventory which involved a search of both the site and manuscript files at the NDSHPO has been completed. BakkenLink continues to correspond with the NDSHPO to determine the location and significance of cultural resources along the proposed Route.

- (5) **A statement of the projected demand for the service rendered by the utility for the ensuing ten years and the underlying assumptions for the projection, with that information being as geographically specific as possible, and a description of the manner and extent to which the utility will meet the projected demands.**

Drilling activity in the catchment area of the pipeline continues to increase. Based on current drilling activity, BakkenLink estimates that crude oil production from the Bakken and Three Forks formations will increase significantly beyond the capacity of the BakkenLink pipeline. See Needs Analysis of the PSC application for expected growth of crude oil production in the catchment area of the BakkenLink pipeline. Additional crude oil pipelines may be necessary if the drilling activity in the catchment area continues at current levels.