

John W. Morrison
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Bismarck, ND 58502-2798
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jmorrison@crowleyfleck.com

February 17, 2015

Via Hand Delivery

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



In re: Meadowlark Midstream Company, LLC
Divide Lateral Pipeline Project
Divide and Williams Counties
Case No.: PU-14-223
Our File No.: 88-393-002

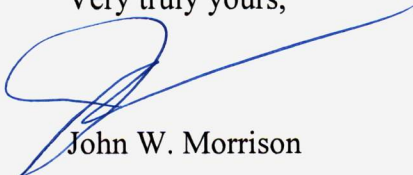
Dear Mr. Nitschke:

Please find enclosed for filing eleven copies of the following:

- 1) Affidavit of John Millar;
- 2) Affidavit of Michael Welker; and
- 3) Letter dated February 17, 2015, to Kelsey Krapp.

If you have any questions, please let me know. Thank you.

Very truly yours,



John W. Morrison

lh
enc.

cc: Kelsey Krapp (via email)
Megan Davis (via email)

A F F I D A V I T

COUNTY OF HARRIS §

STATE OF TEXAS §

John Millar, being duly sworn, deposes and says:

1. I am Vice President for Corporate Development for Summit Midstream Partners, LLC and its subsidiary, Meadowlark Midstream Company, LLC (“Meadowlark”), and I submit this affidavit on behalf of Meadowlark in support of its application for a certificate of corridor compatibility and route permit in North Dakota Public Service Commission Case No. PU-14-223.
2. I have reviewed the affidavit submitted in Case No. PU-14-223 by Meadowlark employee Dean R. Blikre on October 20, 2014 regarding the route of the Meadowlark’s 8-inch crude oil pipeline at issue in the case as it enters the Colt Rail Terminal (“CRT”). I have also reviewed the letter sent by Kelsey Krapp to John Morrison dated December 8, 2014, in which Mr. Krapp requested a letter or affidavit from the CRT verifying the statements made in Mr. Blikre’s affidavit.
3. Meadowlark does not own the CRT.
4. To the best of my knowledge, the CRT is owned by Crestwood Midstream Partners (“Crestwood”). At the time that routing decisions were made regarding the entry of Meadowlark’s pipeline into the CRT, Crestwood did not own the CRT. At that time, the CRT was owned by Inergy Midstream.
5. Crestwood is not a party to Case No. PU-14-223.
6. I sent an email to Mr. Brian Freed, Vice President, Crude Logistics, for Crestwood on December 11, 2014, in which I asked for Crestwood’s confirmation of certain statements made in Mr. Blikre’s affidavit. Mr. Freed responded on December 18, 2014 that he was confirming the statements with his team. While I followed up via email after that correspondence, I did not hear from Crestwood again on the issue until February 12, 2015, when I received the email from Mr. Edward Nadler, COLT Asset Manager for Crestwood, attached hereto.
7. The attached e-mail from Mr. Nadler provides support for the relevant portions of Mr. Blikre’s affidavit.

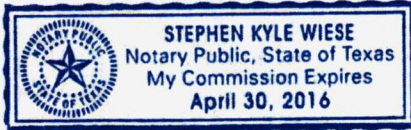
8. I do not expect to receive any more formal correspondence from Crestwood on the issue.

IN WITNESS WHEREOF, the undersigned has executed this affidavit on Feb 17,

2015.

John R. Millar

John Millar
Vice President for Corporate Development
Meadowlark Midstream Company, LLC



Sworn to and subscribed before me this 17th day of FEBRUARY, 2015.

[Signature]
Notary Public

My commission expires: APRIL 30, 2016

From: Nadler, Ed [<mailto:Edward.Nadler@crestwoodlp.com>]

Sent: Thursday, February 12, 2015 11:02 AM

To: John Millar

Cc: Freed, Brian

Subject: RE: Crestwood Confirmation of Blikre affidavit

Good morning John,

Per your request for confirmation of items 3 & 4 of the above referenced affidavit I've checked in with the folks directly involved with the connection in question.

With regard to item 3, I am told that the meter point connection was a joint agreement between both parties at the time.

With regard to item 4, this statement is factual as the CRT did not want the incoming line interfering with the transfer lines from the truck rack to the manifold on the south side of the BNSF ROW nor the drain lines from the truck rack to the waste tank.

I trust this is of assistance and look for to meeting for lunch tomorrow.

Edward Nadler
Crestwood Midstream Partners LP
COLT Asset Manager
700 Louisiana Street
Suite 2550
Houston, TX 77002
P: 713-380-3095
C: 832-551-6516

AFFIDAVIT

COUNTY OF DENVER §

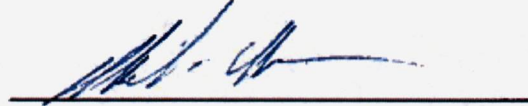
STATE OF COLORADO §

Michael Welker, being duly sworn, deposes and says:

1. I work for Petroleum Field Services ("PFS") and was responsible for preparing the "As-Built Alignment Sheets" that were filed by Meadowlark Midstream Company, LLC ("Meadowlark") in North Dakota Public Service Commission ("PSC") Case Number PU-14-223. I submit this affidavit on behalf of Meadowlark in support of its application for a certificate of corridor compatibility and route permit in that case, and in response to follow-up questions from PSC staff regarding the process for gathering data that appeared in the As-Built Alignment Sheets that were filed and then revised and refiled in that case.
2. PFS took ground elevation shots during February - August 2013 at 100 foot intervals to establish the centerline of the 8" Divide Pipeline at issue in Case Number PU-14-223 (the "Pipeline") for construction purposes (Construction Survey).
3. PFS then took ground and Pipeline elevation shots from May-October 2013 during construction of the Pipeline while the pipe was in the ditch and exposed (As-Built Survey).
4. While PFS was performing the As-Built Survey, PFS was instructed to increase the ground and Pipeline elevation intervals in some locations to 300 feet. The Pipeline elevation was also surveyed at all points of intersection, overbends, and sag bends. This increased interval survey was performed on approximately 10% of the route (approx. 4.5 miles) in intermittent locations along the Pipeline.
5. The increased ground elevation intervals caused the as-built record of ground elevation to be inaccurate relative to the as-built record of pipe elevation in the affected areas, causing a false negative or false shallow depth of coverage in some instances, as was illustrated in the original version of the depth of cover table in the As-Built Alignment Sheets submitted to the PSC.
6. PFS corrected the record for the affected areas by supplementing the 300 foot ground elevation intervals with 100 foot ground elevations from the Construction Survey. Unaffected areas remained unchanged (~90% of the As-Built Survey). This corrected record was included in Meadowlark's Revised As-Built Alignment Sheets, filed in the case.

7. The Pipeline was installed on the route of the Construction Survey and the ground was backfilled to its original elevation, so the Construction Survey is an accurate record of as-built ground elevation.

IN WITNESS WHEREOF, the undersigned has executed this affidavit on 2/16, 2015.



Michael Welker

Sworn to and subscribed before me this 16 day of February, 2015.

PL
Notary Public

Fanni Louise
Notary Public
State of Colorado
Notary ID 20124082906
My Commission Expires February 19, 2017

My commission expires: 2/19/17

PL

CROWLEY | FLECK PLLP
ATTORNEYS

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100 West Broadway, Suite 250
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February 17, 2015

Via Electronic Mail

Mr. Kelsey A. Krapp
Special Assistant Attorney General
Evenson Sanderson PC
103 South 3rd St., Suite 5
Bismarck, ND 58501

In re: Meadowlark Midstream Company, LLC
Divide Lateral Pipeline Project
Divide and Williams Counties
Case No.: PU-14-223
Our File No.: 88-393-002

Dear Mr. Krapp:

In response to your letter dated December 8, 2014, enclosed are copies of an Affidavit of John Millar with a copy of an email from a representative of the current operator of the Colt Rail Terminal and an Affidavit of Michael Welker with Petroleum Field Services. We apologize for the delay in providing these documents to you but that has largely been the result of dealing with third parties in securing the requested affidavits.

If the Commission still believes there are questions with respect to the depth of cover over the pipeline in certain areas, Meadowlark is willing to work with staff, or a third party hired by the Commission, to reasonably inspect and verify the depth of cover. We would request that such additional inspection be required as a condition of approval to be completed subsequent to entry of the order but prior to placing into service the co-located storage and pump that will facilitate the conversion of the existing gathering line to a transmission line.

Please let me know if you have any questions or need any additional information.

Very truly yours,


John W. Morrison

enc.

cc: Megan Davis (via email)

BILLINGS BISMARCK BOZEMAN BUTTE CASPER CHEYENNE HELENA KALISPELL MISSOULA SHERIDAN WILLISTON

C R O W L E Y F L E C K . C O M