STATE OF NORTH DAKOTA

PUBLIC SERVICE COMMISSION

ONEOK Bakken Pipeline, L.L.C.
8-inch NGL Pipeline - McKenzie and Dunn Counties
Siting Application

Case No. PU-15-801

FINDINGS OF FACT, CONCLUSIONS OF LAW, AND ORDER

March 23, 2016

Appearances

Commissioners Julie Fedorchak and Randy Christmann.

John W. Morrison, Attorney at Law, Crowley Fleck PLLP, 100 West Broadway, Suite 250, Bismarck, North Dakota 58501 on behalf of ONEOK Bakken Pipeline, L.L.C.

John Schuh, Special Assistant Attorney General as counsel for the Public Service Commission, 600 East Boulevard Avenue, Bismarck, North Dakota 58505.

Patrick J. Ward, Administrative Law Judge, Office of Administrative Hearings, PO Box 1695, Bismarck, ND 58502-1695, as procedural Hearing Officer.

Preliminary Statement

On December 29, 2015, ONEOK Bakken Pipeline, L.L.C., (ONEOK) filed applications for a certificate of corridor compatibility and a route permit concerning approximately 38 miles of 8-inch outside diameter pipeline and associated facilities for the transmission of natural gas liquids (Project). The Project will be located in McKenzie and Dunn Counties, North Dakota.

Also on December 29, 2015, the Company filed an application for waivers of procedures and time schedules established under North Dakota Century Code sections 49-22-07.2, 49-22-08, 49-22-08.1 and 49-22-13, and North Dakota Administrative Code chapter 69-06-06 and section 69-06-01-02, requiring separate filings, separate notices, separate hearings, and certain time schedules.

32 **PU-15-801** Filed: 3/23/2016 Pages: 21
Findings of Fact, Conclusions of Law and Order
Public Service Commission

On January 20, 2016, the Commission found the applications for a certificate of corridor compatibility and a route permit complete. Also on January 20, 2016, the Commission issued a Notice of Filings and Notice of Hearing (Notice) scheduling a public hearing for February 22, 2016 at 9:00 a.m. Mountain Standard Time at Killdeer City Hall, 165 Railroad Street SE, Killdeer, ND 58640. Commissioner Kalk did not attend the hearing but has reviewed the record.

The Notice identified the following issues to be considered with respect to the application for a 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 such that adherence to the 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 the applications for certificate of corridor compatibility and route permit:

1. Will the location, construction, and operation of the proposed facilities produce minimal adverse affects 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 February 22, 2016, the hearing was held as scheduled.

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:

Findings of Fact

1. ONEOK is a Delaware limited liability company authorized to transact business in the State of North Dakota as evidenced by corporate papers filed with the Commission on April 10, 2015 in Case No. PU-13-739.

Size, Type and Preferred Location of Facility

2. The Project will originate at the Bear Creek Gas Plant currently under construction by ONEOK Rockies Midstream in Dunn County, North Dakota and terminate at an interconnection with the Targa natural gas liquids (NGL) Pipeline on the east side of Highway 85 in McKenzie County, North Dakota.

3. The Project is approximately 36.7 miles long and will consist of 8-inch outside diameter pipe, remote operated valves at the beginning and end points of the line, four mainline valves, one-meter/launcher site and one receiver site.

4. The capacity of the Pipeline will be 14,000 barrels of NGLs per day. The proposed pipe will have an 8-inch outside diameter and wall thickness of 0.188 inches, except that a wall thickness of 0.219 inches will be used for road crossings and a wall thickness of 0.250 inches will be used for crossing the Little Missouri River. The normal operating pressure of the pipeline will be 1100 psig with the maximum operating pressure of the pipeline at 1440 psig.

5. The Project will be designed, constructed, operated, and maintained in compliance with Code of Federal Regulations Title 49 Part 195, Hazardous Liquids Pipeline Safety Regulations.

6. The total anticipated cost of the Project is $45 million.

Study of Preferred Location

7. ONEOK performed a desk top evaluation of a one-mile wide area centered on the proposed route for soils, land use, wetlands and waterbodies, trees and shrubs, and protected species and critical habitats (Study Area).

8. ONEOK conducted a Class I cultural resource literature search on the Study Area centered on the proposed route.

9. ONEOK conducted a Class III cultural resource survey and a natural resource field survey on a 250-foot wide area centered on the proposed route (Survey Area). The natural resource field survey gathered information on soils, land use, vegetation, wetlands and waterbodies, noxious weeds, trees and shrubs, and wildlife, including protected species and critical habitats.

10. The following agencies were contacted by ONEOK and provided comments regarding the Project: the United States Forest Service (USFS), the North Dakota Game and Fish Department, the North Dakota Department of Trust Lands, the North Dakota Department of Health and the North Dakota State Historical Preservation Office (NDSHPO).

11. In its response dated February 19, 2016, the NDSHPO stated that it concurred with ONEOK's recommendation for a determination of "no significant sites affected" with the exception of eight sites. By letter dated February 22, 2016, NDSHPO has concurred with a treatment plan recommended by ONEOK's consultant for one of the eight sites.

12. The approval of a Special Use Permit by the USFS is pending. No other agencies raised any substantive concerns with the route.

Siting Criteria

13. The Commission has established criteria pursuant to North Dakota Century Code section 49-22-05.1 to guide the Commission in evaluating the suitability of granting a certificate of corridor compatibility and route permit. The criteria, as set forth in North Dakota Administrative Code section 69-06-07-02 are classified as Exclusion Areas, Avoidance areas, Selection Criteria, and Policy criteria.

14. ONEOK evaluated the Project with respect to the Exclusion, Avoidance, Selection, and Policy criteria of the Commission.

15. A transmission facility route must not be sited within an Exclusion Area. Exclusion Areas may be located within a corridor, but at no given point may such an area or areas encompass more than fifty percent of the corridor unless there is no reasonable alternative.

16. Based on ONEOK's Class III Cultural Survey and recommendation, NDSHPO concurred with a determination of "no significant sites affected" with the exception of eight sites. For one of the sites, ONEOK provided an impact mitigation plan to NDSHPO and NDSHPO agreed with the plan. For the remaining seven sites, ONEOK will further evaluate these sites and recommend mitigation plans if necessary. None of the eight Cultural Sites encompass more than fifty percent of the Survey Area width.

17. An Avoidance Area is a geographical area that may not be considered in the routing of a transmission facility unless the applicant shows that, under the circumstances, there is no reasonable alternative. In determining whether an Avoidance Area should be designated for a transmission facility, the Commission may consider, among other things, the proposed management of adverse impacts, the orderly siting of facilities, system reliability and integrity, the efficient use of resources, and alternative routes.

18. Seven inhabited residences are located within 500 feet of the Project. ONEOK has obtained written waivers from each residence owner. The closest inhabited residence is located 350 feet from the Project.

19. The Little Missouri National Grasslands are included within the corridor and will be crossed by the Project. However, ONEOK is in the process of obtaining the necessary permit to cross those lands from the United States Forest Service, and that crossing would be within a previously cleared right of way and would follow an existing pipeline. The Company plans to bore the pipeline for the portion of the Project which crosses the Little Missouri National Grasslands.

20. There are five areas of geological instability which will be intersected by the Project but any impact will be mitigated by construction techniques that will restore the areas to their original condition.

21. The Killdeer Mountain Four Bears Scenic Byway is also crossed by the Project, but the only impact from the Project will be short-term visual impact.

22. No other avoidance areas were included within the Survey Area.

23. ONEOK testified that there is no reasonable alternative to crossing these avoidance areas. Additionally, the Commission finds that crossing the avoidance areas is justified by ONEOK's management of adverse impacts, the need for orderly siting of facilities, the need for system reliability and integrity, the efficient use of resources, and the absence of identified alternative routes which would completely avoid such resources.

24. In accordance with the Commission's Selection Criteria, a transmission facility shall be approved only if it is determined that any significant adverse effects that will result from the location, construction and operation of the facility as they relate to the Selection Criteria will be at an acceptable minimum, or will be managed and maintained at an acceptable minimum.

25. ONEOK has analyzed the impacts of the Project in relation to all relevant Selection Criteria. No significant adverse impact will result from the location, construction and operation of the Project.

Mitigation to Minimize Impact

26. A supervisory control and data acquisition system (SCADA) will monitor pressure flow and temperature 24 hours per day, 7 days per week, 365 days per year from a control room in Tulsa, Oklahoma. The isolation valves at the beginning and terminus of the Project can be shut-down remotely and doing so will effectively isolate the pipeline. ONEOK will also have employees in Watford City who can respond to issues within an hour.

27. ONEOK will conduct inspections, including aerial inspections and inline inspections, in accordance with the requirements of PHMSA.

28. ONEOK testified that it will incorporate this Project into its existing Emergency Response plan and will coordinate with local authorities and emergency managers regarding emergency response measures.

29. ONEOK will employ one or more environmental inspectors during the Project.

30. ONEOK testified that 100 percent of all field welds will be tested.

31. ONEOK testified that it participates in the North Dakota One-Call Excavation System.

32. ONEOK testified as to the processes the Company will employ in order to avoid the spread of noxious weeds in the Project area.

33. ONEOK testified that approximately 60 percent of the Pipeline will be co-located with other pipelines thereby minimizing impact.

34. A mainline valve will be located on either side of the Little Missouri River crossing.

From the foregoing Findings of Fact, the Commission makes the following conclusions of law:

Conclusions of Law

1. The Commission has jurisdiction over ONEOK Bakken Pipeline, L.L.C. and the subject matter of these applications under North Dakota Century Code chapter 49-22.

2. The Commission has the authority to stop Project construction activities in the event of a probable violation of siting laws, siting rules, or applicable Commission Order if, in the opinion of the Commission, construction activities are likely to result in irreparable or significant harm.

3. ONEOK is a utility as defined in North Dakota Century Code section 49-22-03(13).

4. The Project is a transmission facility as defined in North Dakota Century Code section 49-22-03(12).

5. 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.

6. The location, construction, and operation of the Project are compatible with the environmental preservation and the efficient use of resources.

7. 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.

8. The Project is of such design and location that it will produce minimal adverse effects, as defined under North Dakota Century Code section 49-22-07.2.

9. The Project is of such design and location that it will produce minimal adverse effects and, therefore, it is appropriate for the Commission to waive those certain procedures and time schedules as requested in the waiver application pursuant to North Dakota Century Code section 49-242-07.2.

From the foregoing Findings of Fact and Conclusions of Law, the Commission now makes the following order:

Order

The Commission orders:

1. ONEOK Bakken Pipeline, L.L.C.'s application for waiver of procedures and time schedules is granted.

2. Certificate of Corridor Compatibility No. 184 is issued to ONEOK designating a corridor for the construction, operation and maintenance of an approximately 36.7 mile 8-inch outside diameter pipeline and associated facilities for the transmission of natural gas liquids in McKenzie and Dunn Counties, North Dakota. For purposes of the Certificate, the Corridor is approximately 36.7 miles long and 250-foot wide centered on the pipeline route designated in this order.

3. Route Permit No. 196 is issued to ONEOK, designating a route in McKenzie and Dunn Counties, North Dakota, for the construction and operation of a 36.7-mile long NGL transmission pipeline. The designated route for this purpose is illustrated in maps included in Appendix B of ONEOK's Application (Hearing Exhibit 1 and the minor reroute noted in Hearing Exhibit 3 and the confirmed Project terminus noted in Hearing Exhibit 4).

4. The Certification Relating to Order Provisions – Transmission Facility Sitting (Certification) and accompanying Tree and Shrub Mitigation Specifications is incorporated by reference and attached to this Order.

5. To the extent there are any conflicts or inconsistencies between ONEOK's Application and the Certification, the Certification provisions control.

6. ONEOK is required to comply with the applicable laws, rules and or regulations in the event it desires to construct another or a different transmission facility than was specified in the application within the corridor granted in this proceeding.

7. ONEOK is required to comply with all applicable laws, rules and regulations of all other agencies having jurisdiction over any phase of the proposed Project.

8. Prior to commencing construction of any phase of the proposed Project, ONEOK shall obtain all other necessary licenses and permits for construction of such phase, and provide copies to the Commission prior to construction of each phase.

9. Prior to commencing construction of any phase of the proposed Project, ONEOK shall obtain appropriate approval by NDSHPO with respect to the remaining seven unevaluated sites, and provide copies to the Commission prior to construction of each phase.

10. ONEOK will not begin topsoil removal until the Commission's third-party inspector is present at the Project site to be able to confirm by observance that the equipment operators are proficient concerning topsoil and subsoil removal and segregation in compliance with the Commission's Order.

11. ONEOK shall establish a time and date for the Commission's third-party construction inspector's topsoil removal oversight in the preconstruction conference.

12. Where areas are stripped of topsoil, the stripped topsoil must not be stockpiled in natural drainages, and must be protected from water erosion. Care must be taken to protect topsoil from unnecessary compaction by heavy machinery. Unless otherwise approved by the Commission, topsoil must be removed before topsoil freezes in the late fall/early winter to the point that frost inhibits proper soil segregation.

PUBLIC SERVICE COMMISSION

Randy Christmann **Commissioner**	**Julie Fedorchak** **Chairman**	**Brian P. Kalk** **Commissioner**

PUBLIC SERVICE COMMISSION

STATE OF NORTH DAKOTA

Certificate of Corridor Compatibility Number 184

This is to certify that the Commission has designated a transmission facility corridor for ONEOK Bakken Pipeline, L.L.C. for the construction, operation, and maintenance of approximately 36.7 miles of 8-inch outside diameter pipeline and associated facilities for the transmission of natural gas liquids in McKenzie and Dunn Counties, North Dakota.

This certificate is issued in accordance with the Order of the Commission dated March 23, 2016 in Case No. PU-15-801 and is subject to the conditions and limitations noted in the Order.

Bismarck, North Dakota, March 23, 2016

ATTEST: ***PUBLIC SERVICE COMMISSION***

Darrell Nitschke — Julie Fedorchak

Executive Secretary ***Commissioner***

PUBLIC SERVICE COMMISSION

STATE OF NORTH DAKOTA

Route Permit Number 196

This is to certify that the Commission has designated a transmission facility route for ONEOK Bakken Pipeline, L.L.C. for the construction, operation, and maintenance of approximately 36.7 miles of 8-inch outside diameter pipeline and associated facilities for the transmission of natural gas liquids in McKenzie and Dunn Counties, North Dakota.

This permit is issued in accordance with the Order of this Commission dated March 23, 2016 in Case No. PU-15-801 and is subject to the conditions and limitations noted in the Order.

Bismarck, North Dakota, March 23, 2016.

ATTEST: ***PUBLIC SERVICE COMMISSION***

Executive Secretary ***Commissioner***

STATE OF NORTH DAKOTA
PUBLIC SERVICE COMMISSION

ONEOK Bakken Pipeline, L.L.C. **Case No. PU-15-801**
8-Inch NGL Pipeline – McKenzie and Dunn Counties
Siting Application

CERTIFICATION RELATING TO ORDER PROVISIONS
TRANSMISSION FACILITY SITING
NEW FACILITY CONSTRUCTION

I am J. Brian Boulter, a representative of ONEOK Bakken Pipeline, L.L.C. ("Company") with authority to bind Company to requirements to be set forth by the Commission in its Order and I certify the following:

1. Company understands and agrees that any Certificate of Corridor Compatibility or Route Permit issued by the Commission will be subject to the conditions and criteria set forth in Chapter 49-22 of the North Dakota Century Code and Chapter 69-06-08 of the North Dakota Administrative Code, and that Company shall be responsible for compliance with this order and conditions and criteria set forth in the applicable laws and rules.

2. Company agrees to comply with the rules and regulations of all other agencies having jurisdiction over any phase of the transmission facility including all city, township, and county zoning regulations.

3. Company understands and agrees that it shall obtain all other necessary licenses and permits, and shall provide copies of all licenses and permits to the Commission prior to construction activity associated with the transmission facility that requires said license or permit.

4. Company understands and agrees that any Certificate of Corridor Compatibility or Route Permit issued by the Commission is subject to suspension or revocation and may, in an appropriate and proper case, be suspended or revoked for failure to comply with the Commission's order, the conditions and criteria of the certificate or subsequent modification, or failure to comply with the applicable statutes, rules, regulations, standards, and permits of other state or federal agencies.

5. Company agrees to maintain records that will demonstrate that it has complied with the requirements of the Commission's order issuing a Certificate of Corridor Compatibility or Route Permit, and that it will preserve these records for Commission inspection at any reasonable time upon reasonable notice.

6. Company understands and agrees that the authorizations granted by any Certificate of Corridor Compatibility or Route Permit issued by the Commission for

the transmission facility are subject to modification by order of the Commission if deemed necessary to protect further the public or the environment.

Construction:

7. Company agrees to hold a preconstruction conference prior to commencement of any construction, which must include a Company representative, its construction supervisor, and a representative of Commission Staff, to ensure that Company fully understands the conditions set forth in the Commission's order.

8. Company understands and agrees that all cultural resource mitigation plans must be submitted to the North Dakota State Historic Preservation Office and approved prior to the start of any fieldwork and construction activity in the affected area.

9. Company agrees to inform the Commission and the Commission's third-party construction inspector of its intent to start construction on the transmission facility prior to the commencement of construction. Once construction has started, Company shall keep the Commission and the Commission's third-party construction inspector updated on construction activities on a monthly basis.

10. Company understands and agrees that the pipeline will be buried to a minimum depth from the ground surface to the top of the pipe of 48 inches in range land, 48 inches for cultivated land, 48 inches at the bottom of the ditch for road crossings, and 72 inches across undeveloped section lines.

11. Company understands and agrees that all topsoil, up to 12 inches, or topsoil to the depth of cultivation, whichever is greater, over and along trench areas where cuts will be made, must be stripped and segregated from the subsoil. Any area on which excavated subsoil will be placed must also be stripped of topsoil. After backfilling is completed, any excess subsoil must be placed over the excavation area, blending the grade into existing topography. Topsoil must be replaced over areas from which it was stripped only after the subsoil is replaced.

12. Company understands and agrees that all buried facility crossings of graded roads must be bored unless the responsible governing agency specifically permits Company to open cut the road.

13. Company understands and agrees that staging areas or equipment shall not be located on land owned by a person other than Company unless otherwise negotiated with landowners.

14. Company understands and agrees that if any cultural resource, paleontological site, archeological site, historical site, or grave site is discovered during construction, it must be marked, preserved and protected from further disturbances until a

professional examination can be made and a report of such examination is filed with the Commission and the State Historical Society.

15. Company understands and agrees that construction must be suspended when weather conditions are such that construction activities will cause irreparable damage to roads or land, unless adequate protection measures are taken by Company.

Restoration and Maintenance:

16. Company understands and agrees that it shall, as soon as practicable upon the completion of the construction of the transmission facility, restore the area affected by the activities to as near as is practicable to the condition as it existed prior to the beginning of construction.

17. Company understands and agrees that all pre-existing township and county roads and lanes used during construction must be repaired or restored to a condition that is equal to or better than the condition prior to the construction of the transmission facility and that will accommodate their previous use, and that areas used as temporary roads or working areas during construction must be restored to their original condition.

18. Company understands and agrees that reclamation, fertilization, and reseeding is to be done according to the Natural Resources Conservation Service recommendations, unless otherwise specified by the landowner and approved by the Commission.

19. Company understands and agrees that its obligation for reclamation and maintenance of the transmission facility right-of-way, transmission facility, associated facilities, fences and gates, drainage tile, and roadways will continue throughout the life of the transmission facility.

20. Company agrees to comply with the Tree and Shrub Mitigation Specifications, attached.

21. Company understands and agrees that it shall remove all waste that is a product of construction and operation, restoration, and maintenance of the site, and properly dispose of it on a regular basis.

22. Company understands and agrees that it shall provide any necessary safety measures for traffic control or to restrict public access to the transmission facility.

Communication with Landowners and PSC:

23. Company understands and agrees that, prior to beginning construction of the transmission facility at a location, it shall send a letter to each landowner with whom an easement was executed for that location specifying the name and phone number of the company representative who is responsible for receiving and resolving landowner issues for the life of the easement.

24. Company understands and agrees that it will file with the commission the name and phone number of the current company representative who is responsible for receiving and resolving landowner issues for the transmission facility. The company will update this information whenever there is a change to the current company representative for the life of all easements for the transmission facility.

25. Upon request, Company agrees to provide the Commission with engineering design drawings of the transmission facility prior to construction.

26. Company understands and agrees that it shall advise the Commission as soon as reasonably possible of any extraordinary events which take place at the site of the transmission facility, including injuries to any person,.

27. Company agrees to report to the Commission, as soon as reasonably possible, the presence in the permit area of any critical habitat or threatened or endangered species of which Company becomes aware and which were not previously reported to the Commission.

28. Company understands and agrees that it shall inform the Commission in writing of any plans to modify the transmission facility or of any plans to modify the site plan for the transmission facility.

29. Company agrees to provide the Commission with both an electronic and a paper copy of the corridor approved by the Commission and the facility design specifications for the construction of the transmission facility showing the location of the transmission facility as built, and will provide this information within 3 months of the completion of the construction. Company also agrees to provide an electronic version of the corridor approved by the Commission and the facility design specifications for the construction of the transmission facility showing the location of the transmission facility as built that can be imported into ESRI GIS mapping software within 3 months of the completion of the construction. This electronic map data must be referenced to the North Dakota coordinate system of 1983, North and/or South zones US Survey feet (NAD 83) UTM Zone 13N or 14N feet (NAD 83), or geographic coordinate system (WGS 84) feet. The vertical data must be in the appropriate vertical datum for the coordinate system used. All submissions must specify the datum in which the data was developed.

30. Company shall notify the Commission as soon as reasonably possible if any damage, as defined by North Dakota Century Code Chapter 49-23, occurs to underground facilities during construction conducted under the certificate or permit issued in this proceeding. In the event of any damage to underground facilities, Company shall suspend construction in the vicinity of the damage until compliance with One-Call Excavation Notice System requirements under North Dakota Century Code Chapter 49-23 has been determined.

Route Adjustments Before or During Construction:

31. Company agrees to utilize the following procedures if Company seeks a route adjustment before or during construction of the pipeline, pursuant under N.D.C.C. §49-22-16.3:

32. Company will specifically identify which subsection of NDCC 49-22-16.3 it is requesting the adjustment under. Company will file the name and contact information for a key contact person for the purposes of notice and communication during the adjustment application.

33. **ROUTE ADJUSTMENT WITHIN DESIGNATED CORRIDOR, NO AVOIDANCE AREA AFFECTED:** Before conducting any construction activities for any adjustment to the designated route within the designated corridor under NDCC 49-22-16.3(1), the Company will file:

    a. Certification and supporting documentation affirming that construction activities will be within the designated corridor, will not affect any known exclusion or avoidance areas within the designated corridor;
    b. Certification and supporting documentation, including a map meeting the requirements of N.D. Admin. Code § 69-06-04-01(2)(n) identifying the designated corridor, route and the route adjustment;
    c. Certification that Company will comply with the Commission's order, law and rules designating the corridor and route.

34. **ROUTE ADJUSTMENT WITHIN DESIGNATED CORRIDOR, AVOIDANCE AREA AFFECTED:** Before adjusting the route of a gas or liquid transmission line under NDCC 49-22-16.3(2), within the designated corridor that may affect an avoidance area, and before conducting any construction activities for any adjustment to the designated route within the designated corridor, the Company will file:

    a. A specific description of the avoidance area expected to be impacted, including a map meeting the requirements of N.D. Admin. Code § 69-06-04-01(2)(n) identifying:
        i. the designated corridor, route and the route adjustment;

ii. all exclusion and avoidance areas within the portion of the designated corridor containing the route adjustment

b. Certification and supporting documentation affirming:
   i. That construction activities will be within the designated corridor
   ii. That construction activities will not affect any known exclusion area
c. All field studies performed on the portion of the designated corridor containing the route adjustment;
d. Specific information about any mitigation measures Company will take within the adjustment area;
e. Certification that each owner of real property on which the adjustment is to be located and any applicable governmental entity with an interest in the same adjustment area do not oppose the adjustment;
f. Certification that unless the Commission previously authorized the impact to the same avoidance area, that the utility has good cause and a specific reason to impact the avoidance area and a reasonable alternative does not exist;
g. Certification that Company will comply with the Commission's order, law and rules designating the corridor and route.

Company acknowledges and agrees that:

1. Written authorization from the Commission for impacting the avoidance area is necessary prior to commencement of construction activity unless the Commission fails to act within ten working days of receipt of filing a complete adjustment application, in which case the adjustment is deemed approved.
2. The initiation of the ten working days begins upon receipt of a complete filing, to include Company's certifications, supporting documentation and maps. However, Commission may extend the ten working day provision if Company, in the person of the key contact referenced above, is informed of the reason additional time is necessary for extension and has no objection to an extension.

35. **ROUTE ADJUSTMENT OUTSIDE DESIGNATED CORRIDOR, NO AVOIDANCE AREA AFFECTED:** Before adjusting the route of a gas or liquid transmission line under NDCC 49-22-16.3(3), outside the designated corridor and not affecting any exclusion and avoidance area, before conducting any construction activities for any adjustment to the designated route outside the designated corridor, the Company will file:

a. Certification and supporting documentation affirming that construction activities will not affect any known exclusion or avoidance areas,
b. Certification and supporting documents stating the length of the proposed route outside of the corridor and a map meeting the requirements of N.D. Admin. Code § 69-06-04-01(2)(n) identifying the designated corridor, corridor adjustment, designated route and the route adjustment;

c. Certification that each owner of real property on which the adjustment is to be located and any applicable governmental entity with an interest in the same adjustment area do not oppose the adjustment; and
d. Detailed field studies indicating exclusion and avoidance areas for the proposed adjustment area; and
e. Certification that Company will comply with the Commission's order, law and rules designating the corridor and route

36. **ROUTE ADJUSTMENT OUTSIDE DESIGNATED CORRIDOR, AVOIDANCE AREA AFFECTED:** Before adjusting the route of a gas or liquid transmission line under NDCC 49-22-16.3(4), outside the designated corridor that may affect an avoidance area, and before conducting any construction activities for any adjustment to the designated route outside the designated corridor, the Company will file:

a. A specific description of the avoidance area expected to be impacted, including a map meeting the requirements of N.D. Admin. Code § 69-06-04-01(2)(n) identifying:
    i. the designated corridor, corridor adjustment, route and the route adjustment;
    ii. all exclusion and avoidance areas within the adjustment area
b. Certification that construction activities will not affect any known exclusion area;
c. Certification that the utility has good cause and a specific reason to impact the avoidance area and a reasonable alternative does not exist within the designated corridor and route;
d. Certification that each owner of real property on which the adjustment is to be located and any applicable governmental entity with an interest in the same adjustment area do not oppose the adjustment;
e. Provide specific information about any mitigation measures Company will take within the adjustment area;
f. Detailed field studies indicating exclusion and avoidance areas for the proposed adjustment area; and
g. Certification that Company will comply with the Commission's order, law and rules designating the corridor and route.

Company acknowledges and agrees that:

1. Written authorization from the Commission for impacting the avoidance area is necessary prior to commencement of construction activity unless the Commission fails to act within ten working days of receipt of filing a complete adjustment application, in which case the adjustment is deemed approved.
2. The initiation of the ten working days begins upon receipt of a complete filing, to include Company's certifications, supporting documentation and maps. Howevèr, Commission may extend the ten working day provision if if Company, in the person of the key contact referenced above, is informed

of the reason additional time is necessary for extension and has no objection to an extension.

37. When applicable, Company may submit the field studies from the original application for the corridor and route provided they cover the adjustment area.

Dated this 19th day of February, 2016.

ONEOK BAKKEN PIPELINE, L.L.C.

By _____
J. Brian Boulter

Its Vice President – Construction Projects

ONEOK LEGAL APPROVED

STATE OF NORTH DAKOTA

PUBLIC SERVICE COMMISSION

ONEOK Bakken Pipeline, L.L.C. **Case No. PU-15-801**
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Tree and Shrub Mitigation Specifications

Inventory

1. Trees and shrubs anticipated to be cleared, including those that are considered invasive species or noxious weeds (*e.g., Caragana arborescens, Elaeagnus angustifolia, Rhamnus cathartica, Tamarix chinensis, T. parviflora, T. ramosissima, Ulmus pumila*), must be inventoried before cutting. The inventory must record the location, number, and species of trees and shrubs.

2. In windbreaks, shelterbelts and other planted areas, trees or shrubs anticipated to be cleared, regardless of size, must be inventoried for replacement.

3. In native growth areas, trees anticipated to be cleared that are 1 inch diameter at breast height (dbh) or greater must be inventoried for replacement.

4. In native growth areas, shrubs anticipated to be cleared in the permanent right-of-way must be inventoried for replacement.

5. In native growth areas outside the permanent right-of-way, shrubs must be cut flush with the surface of the ground, taking care to leave the naturally occurring seed bank and root stock intact. If soil disturbance is necessary, the native topsoil must be preserved and replaced after construction. Shrubs must be allowed to regenerate naturally where native topsoil is preserved and replaced. Where native topsoil is not preserved and replaced, shrubs anticipated to be cleared must be inventoried for replacement.

6. In native growth areas, trees and shrubs may be inventoried by actual count or by a sampling method that will properly represent the woody vegetation population. A sampling plan developed by the company, filed with the North Dakota Public Service Commission (Commission) and approved prior to the start of construction must define the sampling method to be used for trees, for tall shrubs and for low shrubs. The data from the sample plots must be extrapolated to the total acreage of the wooded area to be cleared to determine the species and quantity of trees and shrubs to be replaced.

Clearing for Construction

7. Trees and shrubs must be selectively cleared, leaving mature trees and shrubs intact where practical.

8. The maximum width of clear cuts through windbreaks, shelterbelts and all other wooded areas is 50 feet, unless otherwise approved by the Commission.

9. If the area of trees or shrubs actually cleared differs from the area inventoried, the difference in number of trees and shrubs to be replaced must be noted on the inventory.

Replacement

10. Prior to tree and shrub replacement, documentation identifying the number and variety of trees and shrubs removed, as well as the mitigation plan for the proposed number, variety, type, location and date of replacement plantings, must be filed with the Commission for approval.

11. Two 2-year-old saplings must be planted for every one tree removed. Two shrubs (stem cuttings) must be planted for every one shrub removed.

12. Except in the case of invasive or noxious species, trees and shrubs must be replaced by the same species or similar species, suitable for North Dakota growing conditions as recommended by the North Dakota Forest Service.

Invasive or noxious species must be replaced by similar non-invasive or non-noxious species suitable for North Dakota growing conditions as recommended by the North Dakota Forest Service.

13. Tree and shrub replacement must not be conducted within a 20 to 30 foot wide path over the pipeline to facilitate visual inspections of the right-of-way in accordance with U.S. Department of Transportation safety regulations.

14. Landowners must be given the option of having replacement trees and shrubs planted on the landowner's property, either on or off the right-of-way. The landowner must also be given the opportunity to waive those options in writing in order to have replacement trees and shrubs planted off the landowner's property.

15. At the conclusion of the project, documentation identifying the actual number, variety, type, location and date of the replacement plantings must be filed with the Commission.

16. Tree and shrub replacements must be inspected annually, in September, for three years. The first annual inspection must be at least one year from the anniversary date of the original plantings. A report of each annual inspection must be submitted to the Commission by October 1 of each year, documenting the condition of plantings and any woodlands work completed as of September of each year. If after the third annual report the survival rate is less than 75%, the Commission may order additional planting(s).