

BEFORE THE PUBLIC UTILITIES COMMISSION
OF THE STATE OF SOUTH DAKOTA

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HP 14-001

IN THE MATTER OF THE APPLICATION :
BY TRANSCANADA KEYSTONE :
PIPELINE, LP FOR A PERMIT UNDER THE :
SOUTH DAKOTA ENERGY CONVERSION :
AND TRANSMISSION FACILITIES ACT TO :
CONSTRUCT THE KEYSTONE XL :
PROJECT, :

AFFIDAVIT OF WILLIAM TAYLOR
REGARDING KEYSTONE'S
DOCUMENT PRODUCTION

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STATE OF SOUTH DAKOTA)
 :SS
COUNTY OF MINNEHAHA)

William Taylor, being first duly sworn, states as follows:

1. I am one of the lawyers representing Applicant TransCanada Keystone Pipeline, LP, in this proceeding. I have personal knowledge of the facts supporting this affidavit, which is made in response to the Joint Motion to Exclude Evidence and Testimony by TransCanada, dated April 24, 2015.

2. Keystone's supplemental responses to Dakota Rural Actions document requests are attached as Exhibit A. In response to Document Request No. 13, Keystone produced the following documents: Design Basis Memorandum for the Project; Template-PHMSA 195 Compliance Package; Template-PHMSA Special Condition Compliance Package; Special Permit Application; Appendix Z Compiled Mitigation Measures PP95-108; Battelle exponent meeting request; Condition 18 notification; EIS Appendix U – PHMSA Special Conditions Compared to

Code and KS Base; Final PHMSA Recommended Conditions for Keystone XL State Department Presidential Permit; PHMSA Special Condition 14a High Consequence Area Design Philosophy; L-56 RMS Certified Material Test Report; Letter to PHMSA Central and Western Regions; Letter to Barrett Central Region KXL PHMSA Conditions FEIS Appendix U 14; e-mails regarding Little Rock pipe mill visit; e-mails regarding meeting with PHMSA; PHMSA Keystone XL Conditions; PHMSA Special Condition Comparison Matrix; Response to Battelle Review 8-13-13; Response to Exponent RA Review 8-15-13; RMS Systems Qualifications Weld Tracking Matrix; e-mails regarding Weld Procedure Qualifications RMS.

3. On April 20, 2015, at 4:00 p.m. central time, I participated in a telephone conference with counsel for some of the Intervenor making the motion to exclude. We discussed a number of issues related to Keystone's document production. Mr. Martinez and Mr. Capossela addressed the issues surrounding the Affidavit of James White. They acknowledged the obvious difficulties with the specific request to which the affidavit was addressed, but stated that the Commission had ordered compliance. I asked whether they would be willing to consider narrowing that and any other requests about which they had concerns. They said they would. I followed up the conference with an e-mail dated April 21, 2015, a copy of which is attached as Exhibit B. I did not receive in response any suggestions from opposing counsel to narrow any of the requests.

4. The manner of Keystone's document production was discussed at length by Keystone, and given the volume of documents to be produced and the fact that some of them would be subject to a Protective Order to be issued by the Commission, we decided that the best method of production, for Keystone and the Intervenor, was to produce electronic copies of the documents on two FTP sites to which counsel would be provided access. One site would contain

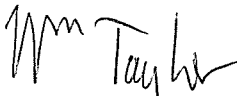
non-confidential documents, and the other confidential documents. We organized the documents contained in each site by the Intervenor making the discovery request, and the number of each interrogatory or document request. Thus, in opening the site, responsive documents were identified by the name of the requesting party and the number of either the interrogatory or the document request. Due to complaints by counsel for some of the Intervenor about the FTP sites, Keystone moved all of the documents to HighTail sites on April 20-21 and provided counsel with access to these sites. The HighTail site opened in a manner similar to the FTP site. A screen shot for the HighTail site is attached as Exhibit C. I have not received any concerns or objections from opposing counsel about these sites.

5. Keystone received from the Standing Rock Sioux Tribe a demand that paper copies of the documents be produced at its Tribal headquarters in Fort Yates, North Dakota, by 4:30 p.m. on April 17, 2015. A copy of the demand is attached as Exhibit D. In my experience, it is not uncommon for production of documents in South Dakota to be made in electronic format. It is also common for documents to be made available for inspection at a location where the documents are maintained, which is all that is required by SDCL § 15-6-34(b). In consultation with Keystone, we determined that the volume of document production was too large for it to be feasible to provide paper copies in the time allowed and that there was no central repository where paper copies of the documents were kept. We also determined that the use of an FTP site was the fastest way that we could provide electronic copies of the documents to the requesting parties by April 17, 2015, while still protecting the confidential nature of some of the documents.

6. Keystone offered seven-day-a-week IT assistance to the Intervenor to assist in site access, downloading, and any other technical issue. Several Intervenor took advantage of the service.

7. Keystone has engaged in substantial, good-faith discovery in this proceeding. Attached as Exhibit E are copies of all of Keystone's responses to the Intervenor's first round of discovery requests; Keystone's responses to the Intervenor's second round of discovery requests; and all of Keystone's supplemental responses. All of Keystone's responses have been made in an effort to comply with the South Dakota rules of civil procedure and the Commission's orders in this proceeding.

Dated this 27th day of April, 2015.



William Taylor

Subscribed and sworn to before me

this 27th day of April, 2015.



Notary Public – South Dakota

My commission expires:

**My Commission Expires
Sept. 13, 2017**

CERTIFICATE OF SERVICE

I hereby certify that on the 27th day of April, 2015, I sent by United States first-class mail, postage prepaid, or e-mail transmission, a true and correct copy of Affidavit of William Taylor Regarding Keystone's Document Production, to the following:

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