

FORM INSP Rev 05/11	State of Colorado Oil and Gas Conservation Commission 1120 Lincoln Street, Suite 801, Denver, Colorado 80205 Phone: (303) 894-2100 Fax: (303) 894-2109		DE ET OE ES
-------------------------------	--	--	-------------

Inspection Date: 02/10/2012

Document Number: 663800146

Overall Inspection: Satisfactory

FIELD INSPECTION FORM

Location Identifier	Facility ID	Loc ID	Tracking Type	Inspector Name: <u>LONGWORTH, MIKE</u>
	<u>423320</u>	<u>423309</u>		

Operator Information:

OGCC Operator Number: 10071 Name of Operator: BARRETT CORPORATION* BILL

Address: 1099 18TH ST STE 2300

City: DENVER State: CO Zip: 80202

Contact Information:

Contact Name	Phone	Email	Comment
Ghan, Scott	(970) 876-1959	sghan@billbarrettcorp.com	Environmental

Compliance Summary:

QtrQtr: Lot 2 Sec: 30 Twp: 6S Range: 91W

Inspector Comment:

Wire line crew on location running junk baskets on the wells

Related Facilities:

Facility ID	Type	Status	Status Date	Well Class	API Num	Facility Name	
423309	LOCATION	AC	05/20/2011		-	Kaufman Pad 3 11A-30-691	
423312	WELL	XX	05/20/2011		045-20730	GGU Kaufman 32A-30-691	X
423313	WELL	XX	05/20/2011		045-20731	GGU Kaufman 12A-30-691	X
423314	WELL	WO	12/28/2011		045-20732	GGU Kaufman 13D-30-691	X
423315	WELL	XX	05/20/2011		045-20733	GGU Kaufman 12B-30-691	X
423316	WELL	XX	05/20/2011		045-20734	GGU Kaufman 12D-30-691	X
423317	WELL	XX	05/20/2011		045-20735	GGU Kaufman 11A-30-691	X
423318	WELL	WO	12/28/2011		045-20736	GGU Kaufman 22C-30-691	X
423319	WELL	XX	05/20/2011		045-20737	GGU Kaufman 21A-30-691	X
423320	WELL	XX	05/20/2011		045-20738	GGU Kaufman 22D-30-691	X
423321	WELL	XX	05/20/2011		045-20739	GGU Kaufman 11B-30-691	X
423322	WELL	XX	05/20/2011		045-20740	GGU Kaufman 11C-30-691	X
423323	WELL	XX	05/20/2011		045-20741	GGU Kaufman 32D-30-691	X

Equipment: Location Inventory

Special Purpose Pits: _____	Drilling Pits: <u>1</u>	Wells: <u>12</u>	Production Pits: _____
Condensate Tanks: _____	Water Tanks: _____	Separators: _____	Electric Motors: _____
Gas or Diesel Mortors: _____	Cavity Pumps: _____	LACT Unit: _____	Pump Jacks: _____
Electric Generators: _____	Gas Pipeline: _____	Oil Pipeline: _____	Water Pipeline: _____
Gas Compressors: _____	VOC Combustor: _____	Oil Tanks: _____	Dehydrator Units: _____
Multi-Well Pits: _____	Pigging Station: _____	Flare: _____	Fuel Tanks: _____

Location

Lease Road:				
Type	Satisfactory/Unsatisfactory	comment	Corrective Action	Date
Access	Satisfactory			

Emergency Contact Number: (S/U/V) _____ Corrective Date: _____

Comment: _____

Corrective Action: _____

Good Housekeeping:				
Type	Satisfactory/Unsatisfactory	Comment	Corrective Action	CA Date
TRASH	Satisfactory			

Spills:				
Type	Area	Volume	Corrective action	CA Date
<input type="checkbox"/> Multiple Spills and Releases?				

Venting:		
Yes/No	Comment	

Flaring:				
Type	Satisfactory/Unsatisfactory	Comment	Corrective Action	CA Date

Predrill

Location ID: 423309

Site Preparation:

Lease Road Adeq.: _____ Pads: _____ Soil Stockpile: _____

Corrective Action: _____ Date: _____ CDP Num.: _____

Form 2A COAs:

Group	User	Comment	Date
OGLA	kubeczko	<p>COMPLETION COAs:</p> <p>Operator will implement best management practices to contain any unintentional release of fluids, including any fluids conveyed via temporary surface pipelines or buried permanent pipelines.</p> <p>The completion/flowback fluids pit must be double-lined. The pit will also require a leak detection system (Rule 904.e).</p> <p>The completion/flowback fluids pit must be fenced. If the completion/flowback pit is not closed (either drained and/or backfilled) immediately after well completion, then operator must appropriately net the completion/flowback pit, in a timely manner, and maintain the fencing and netting until the pit is closed in accordance with Rule 905. Closure of Pits, and Buried or Partially Buried Produced Water Vessels.</p> <p>Flowback and stimulation fluids must be sent to tanks to allow the sand to settle out before the fluids can be placed into any pipeline or pit located on the well pad. The flowback and stimulation fluid tanks must be placed on the well pad in an area with additional downgradient perimeter berming. The area where flowback fluids will be stored/reused must be constructed to be sufficiently impervious to contain any spilled or released material (per Rule 604.a.(4)).</p> <p>Operator will submit a secondary and tertiary containment plan to be implemented during fracing operations via sundry notice Form 4 to the COGCC Oil and Gas Location Assessment (OGLA) Specialist for Western Colorado (Dave Kubeczko; email dave.kubeczko@state.co.us) for review and approval.</p> <p>Notify COGCC Oil and Gas Location Assessment (OGLA) Specialist for Western Colorado (Dave Kubeczko; email dave.kubeczko@state.co.us) and the COGCC Field Inspection Supervisor for Northwest Colorado (Shaun Kellerby; email shaun.kellerby@state.co.us) 48 hours prior to start of fracing operations.</p>	04/18/2011
OGLA	kubeczko	<p>PRODUCTION COAs:</p> <p>Interim reclamation shall begin during the first appropriate planting season following completion/testing of the last well; unless a determination is made that subsequent wells will be permitted and drilled. Reclamation practices will be subject to approval by the surface owner.</p> <p>Final reclamation shall begin during the first appropriate planting season following plugging, using practices approved by surface owner.</p>	04/18/2011

<p>OGLA</p>	<p>kubeczkod</p>	<p>DRILLING COAs:</p> <p>The moisture content of any drill cuttings in a cuttings pit, trench, or pile shall be as low as practicable to prevent accumulation of liquids greater than de minimis amounts. At the time of closure, the drill cuttings must meet the applicable standards of Table 910-1.</p> <p>The nearby downgradient hillside to east-southeast towards Gibson Gulch must be monitored for any day-lighting of drilling fluids throughout the drilling of the surface casing interval.</p> <p>A spill response trailer will be on location 24 hours a day, 7 days a week during construction, drilling, and completion operations to facilitate a timely response to any spills that may occur.</p> <p>Appropriate heavy equipment (e.g., a backhoe) will be staged at the location during all drilling and completion operations so that any emergency diversions or pits to contain spills can be built immediately upon discovery.</p> <p>An emergency spill response program that includes employee training, safety and maintenance provisions and current contact information for downstream Public Water System(s) located within fifteen (15) stream miles of the DCPS Operation, as well as the ability to notify any such downstream Public Water System(s) with an intake(s) within fifteen (15) stream miles downstream of the DCPS operations will be implemented during construction, drilling, and completion activities.</p> <p>In the event of a spill or release, the operator shall immediately implement the emergency response procedures in the above described emergency response program.</p> <p>All personnel working at the location during all drilling and completion operations will receive training on spill response and reporting. Documentation of this training will be maintained in BBC's Silt office.</p> <p>At a minimum, weekly spill prevention meetings will be held identifying staff responsibilities in order to provide a quick and effective response to a spill. Appropriate documentation will be maintained in BBC's Silt office.</p> <p>Operator will conduct daily inspections of equipment for leaks and equipment problems with appropriate documentation retained in BBC's Silt office. All equipment deficiencies shall be corrected. Daily monitoring should end approximately 30 days after well completion and/or after production has been stabilized; however, timely inspections should continue during the production phase.</p> <p>Operator will use adequately sized containment devices for all chemicals and/or hazardous materials stored or used on location.</p> <p>Operator will provide an increased testing frequency (at least every thirty (14) days) of blowout prevention equipment (BOPE) during drilling operations.</p>	<p>04/18/2011</p>
-------------	------------------	---	-------------------

<p>OGLA</p>	<p>kubeczkod</p>	<p>CONSTRUCTION COAs:</p> <p>Notify the COGCC Oil and Gas Location Assessment (OGLA) Specialist for Western Colorado (Dave Kubeczko; email dave.kubeczko@state.co.us) and the COGCC Field Inspection Supervisor for Northwest Colorado (Shaun Kellerby; email shaun.kellerby@state.co.us) 48 hours prior to start of construction.</p> <p>Operator will collect baseline and follow-up surface water samples as follows: Prior to drilling and when sufficient water is present in the stream, operator will collect baseline surface water data from immediately down gradient of the oil and gas location. Sampling will occur quarterly at low elevations and biannually at higher elevations. Follow-up surface water data will be collected by sampling the same location beginning in the 2011 calendar year, and to continue for 5 years. COGCC recommends that the water samples be analyzed for the following parameters: pH; alkalinity; specific conductance; major cations/anions (chloride, fluoride, sulfate, sodium); total dissolved solids (TDS); BTEX/DRO; TPH; PAH's (including benzo[a]pyrene); and metals (arsenic, barium, calcium, chromium, iron, magnesium, selenium).</p> <p>No portion of any pit that will be used to hold liquids shall be constructed within the 317B Internal (0 to 300 feet) or Intermediate (301 to 500 feet) Buffer Zones. No portion of any pit constructed to hold liquids within the External (501 to 2620 feet), shall be constructed on fill material, unless the pit and fill slope are designed and certified by a professional engineer, subject to review and approval by the Director prior to construction of the pit. The construction and lining of the pit shall be supervised by a professional engineer or their agent. The entire base of the pit must be in cut.</p> <p>No portion of any cuttings trench shall be constructed on fill material, nor within the 317B Internal Buffer Zone</p> <p>The access road will be constructed to prevent sediment migration from the access road to nearby surface water or any drainages leading to other nearby surface waters. Strategically apply fugitive dust control measures, including enforcing established speed limits, to reduce fugitive dust and coating of vegetation and deposition in water sources.</p> <p>Well pad and access road to the well pad will be gravel surfaced. Operator must install adequately sized culverts that cross any drainages leading to the stream. Operator must ensure 110 percent secondary containment for any potential volume of fluids that may be released from the pad/access road in the vicinity of all stream, intermittent stream, ditch, and drainage crossings.</p> <p>The location is in an area of high run-off/run-on potential from the proposed pad area to the west-southwest; therefore the pad shall be constructed as quickly as possible and appropriate BMPs need to be in place both during and after well pad construction, as well as during all drilling and well completion operations. Standard stormwater BMPs must be implemented at this location to insure compliance with CDPHE and COGCC requirements and to prevent any stormwater run-on and /or stormwater run-off. Slopes with potential for runoff should be stabilized immediately following pad construction. Operator shall construct a diversion ditch at the base of the fill slopes on the west, south, and east sides of the well pad, with this diversion ditch being sloped so that all water enters one or more detention basins.</p> <p>Because of proximity of the well pad to both nearby surface water and steep slopes to the west-southwest, operator will grade the well pad surface to slope away from the stream towards a central collection point on the well pad.</p>	<p>04/18/2011</p>
-------------	------------------	---	-------------------

<p>OGLA</p>	<p>kubeczkod</p>	<p>WATER RESOURCE (SURFACE WATER AND GROUNDWATER) PROTECTION COAs:</p> <p>Location is in a sensitive area because of its proximity to surface water; therefore, operator must ensure 110 percent secondary containment for any volume of fluids contained at well site during drilling and completion operations; including, but not limited to, construction of a berm or diversion dike, diversion/collection trenches within and/or outside of berms/dikes, site grading, or other comparable measures (i.e., best management practices (BMPs) associated with stormwater management) sufficiently protective of nearby surface water. Any berm constructed at the well pad location will be stabilized, inspected at regular intervals (at least every 14 days), and maintained in good condition.</p> <p>Operator must implement best management practices to contain any unintentional release of fluids, including any fluids conveyed via temporary surface pipelines.</p> <p>Location is in a sensitive area because of the potential for shallow groundwater; therefore either a lined drilling pit or closed loop system (which operator has already indicated on the Form 2A) must be implemented.</p> <p>Location is in a sensitive area because of the potential for shallow groundwater; therefore completion/production pits must be lined.</p>	<p>04/18/2011</p>
-------------	------------------	---	-------------------

Wildlife BMPs:

BMP Type	Comment
<p>Wildlife</p>	<p>WILDLIFE BEST MANAGEMENT PRACTICES GENERAL WILDLIFE AND ENVIRONMENTAL PROTECTION MEASURES:</p> <ul style="list-style-type: none"> - Establish policies to protect wildlife (e.g., no poaching, no firearms, no dogs on location, no feeding of wildlife, etc.) - Promptly report spills that affect wildlife to the Water Quality Control Division of CDPHE and CDOW - Avoid location staging, refueling, and storage areas within 300 feet, of any reservoir, lake, wetland, or natural perennial or seasonal flowing stream or river. <p>INFRASTRUCTURE LAYOUT WILDLIFE PROTECTION MEASURES:</p> <ul style="list-style-type: none"> - Implementing fugitive dust control measures - limit parking to disturber areas <p>DRILLING AND PRODUCTION OPERATION WILDLIFE PROTECTION MEASURES:</p> <ul style="list-style-type: none"> - Reduce visits to well-sites through remote monitoring (i.e. SCADA) and the use of multifunction contractors. - Install exclusionary device to prevent bird and other wildlife access to equipment stacks, vents and openings. - Establish company guidelines to minimize wildlife mortality from vehicle collision on roads. <p>FLUID PIT/POND WILDLIFE PROTECTION MEASURES:</p> <ul style="list-style-type: none"> - Install and maintain adequate measures to exclude all types of wildlife (e.g., big game and birds) from all fluid pits/ponds with fencing, flagging and other appropriate exclusion measures). BBC currently installs 6' wildlife proof fences on all freshwater ponds. <p>INVASIVE/NON-NATIVE VEGETATION CONTROL:</p> <ul style="list-style-type: none"> - Educate employees and contractors about noxious and invasive weed issues. - <p>RESTORATION, RECLAMATION AND ABANDONMENT:</p> <ul style="list-style-type: none"> - Avoid aggressive non-native grasses and shrubs in mule deer and elk habitat restorations. - Revegetate with seed mixtures that are of the surface owner's preference that are compatible with both livestock and wildlife.

Storm Water/Erosion Control

STORM WATER BEST MANAGEMENT PRACTICES
BILL BARRETT CORPORATION

GENERAL BMPs

- Utilize diking and other forms of containment and diversions around tanks, drums, chemicals, liquids, pits, and impoundments
- Use drip pans, sumps, or liners where appropriate
- Limit the amount of land disturbed during construction of pad, access road, and facilities
- Employ spill response plan for all facilities
- Dispose properly offsite any wastes fluids and other materials

MATERIAL HANDLING, ACTIVITIES, PRACTICES AND STORM WATER DIVERSION

- Secondary containment of tanks, drums, and storage areas is mandatory to prohibit discharges to surface waters. A minimum of 110% capacity required of largest storage within containment area
- Material handling and spill prevention procedures and practices will be followed to prohibit discharges to surface waters
- Proper loading, and transportation procedures to be followed for all materials to and from locations

EROSION CONTROL

- Pad and access road to be designed to minimize erosion
- Pad and access road to implement appropriate erosion control devices where necessary to minimize erosion
- Routine inspections of sites and controls to be implemented with additions, repairs, and optimization to occur as necessary to minimize erosion

SELF INSPECTION, MAINTANENCE, AND HOUSEKEEPING

- All employees are trained in spill response, good housekeeping, material management practices, and procedures for equipment and container washing at least once per year
- Conduct internal storm water inspections at least semi-annually and within 24 hours of a heavy rain event
- Conduct routine inspections of all tanks and storage facilities at least weekly
- All containment areas are to be inspected weekly or following a heavy rain event.
- Any excessive precipitation accumulation within containment should be removed and disposed of properly
- All structural berms, dikes, and containment will be inspected periodically to ensure they are operating correctly
- Minimum of an annual storm water BMP inspection and outcome report documenting status, including repairs

SPILL RESPONSE

- Follow spill response procedures
- If spill occurs:
 - o Safely stop the source of the spill immediately
 - o Contain the spill until clean-up is complete
 - o Cover spill with appropriate absorbent material
 - o Keep the area well ventilated
 - o Dispose of clean-up materials properly
 - o Do not use emulsifier or dispersant

VEHICLE & LOCATION PROCEDURES

- Vehicles entering location are to be free of chemical, oil, mud, weeds, trash, and debris
- Location to be treated to kill weeds and bladed when necessary

Bill Barrett Corp. – CDPHE Stormwater Permit Number: CPR-039752

Stormwater:

Comment: _____

Staking: _____

On Site Inspection (305):

Surface Owner Contact Information:
 Name: _____ Address: _____
 Phone Number: _____ Cell Phone: _____

Operator Rep. Contact Information:
 Landman Name: _____ Phone Number: _____
 Date Onsite Request Received: _____ Date of Rule 306 Consultation: _____
 Request LGD Attendance: _____

LGD Contact Information:
 Name: _____ Phone Number: _____ Agreed to Attend: _____

Summary of Landowner Issues:

Summary of Operator Response to Landowner Issues:

Onsite Inspection Memorandum Summarizing Discussions at Inspection as Attachment:

Well

Facility ID:	423312	API Number:	045-20730	Status:	XX	Insp. Status:	WO
Facility ID:	423313	API Number:	045-20731	Status:	XX	Insp. Status:	WO
Facility ID:	423314	API Number:	045-20732	Status:	WO	Insp. Status:	WO
Facility ID:	423315	API Number:	045-20733	Status:	XX	Insp. Status:	WO
Facility ID:	423316	API Number:	045-20734	Status:	XX	Insp. Status:	WO
Facility ID:	423317	API Number:	045-20735	Status:	XX	Insp. Status:	WO
Facility ID:	423318	API Number:	045-20736	Status:	WO	Insp. Status:	WO
Facility ID:	423319	API Number:	045-20737	Status:	XX	Insp. Status:	WO
Facility ID:	423320	API Number:	045-20738	Status:	XX	Insp. Status:	WO
Facility ID:	423321	API Number:	045-20739	Status:	XX	Insp. Status:	WO
Facility ID:	423322	API Number:	045-20740	Status:	XX	Insp. Status:	WO
Facility ID:	423323	API Number:	045-20741	Status:	XX	Insp. Status:	WO

Environmental

Spills/Releases:

Type of Spill: _____ Description: _____ Estimated Spill Volume: _____

Comment: _____

Corrective Action: _____ Date: _____

Reportable: _____ GPS: Lat _____ Long _____

Proximity to Surface Water: _____ Depth to Ground Water: _____

Water Well: _____ Lat _____ Long _____

DWR Receipt Num: _____ Owner Name: _____ GPS : _____

Field Parameters: _____

Sample Location: _____

Emission Control Burner (ECB): _____

Comment: _____

Pilot: _____ Wildlife Protection Devices (fired vessels): _____

Reclamation - Storm Water - Pit

Interim Reclamation:

Date Interim Reclamation Started: _____ Date Interim Reclamation Completed: _____

Land Use: RANGELAND

Comment: _____

- 1003a. Debris removed? _____ CM _____
- CA _____ CA Date _____
- Waste Material Onsite? _____ CM _____
- CA _____ CA Date _____
- Unused or unneeded equipment onsite? _____ CM _____
- CA _____ CA Date _____
- Pit, cellars, rat holes and other bores closed? _____ CM _____
- CA _____ CA Date _____
- Guy line anchors removed? _____ CM _____
- CA _____ CA Date _____
- Guy line anchors marked? _____ CM _____
- CA _____ CA Date _____

1003b. Area no longer in use? _____ Production areas stabilized ? _____

1003c. Compacted areas have been cross ripped? _____

1003d. Drilling pit closed? _____ Subsidence over on drill pit? _____

Cuttings management: _____

1003e. Areas no longer needed for drilling or subsequent operations for have been re-vegetated to 80% of pre-existing? _____

Production areas have been stabilized? _____

Segregated soils have been replaced? _____

RESTORATION AND REVEGETATION

Cropland

Top soil replaced _____ Recontoured _____ Perennial forage re-established _____

Non-Cropland

Top soil replaced _____ Recontoured _____ 80% Revegetation _____

1003 f. Weeds Noxious weeds? _____

Comment: _____

Overall Interim Reclamation

Final Reclamation/ Abandoned Location:

Date Final Reclamation Started: _____ Date Final Reclamation Completed: _____

Final Land Use: RANGELAND _____

Reminder: _____

Comment: _____

Well plugged _____ Pit mouse/rat holes, cellars backfilled _____

Debris removed _____ No disturbance /Location never built _____

Access Roads Regraded _____ Contoured _____ Culverts removed _____

Gravel removed _____

Location and associated production facilities reclaimed _____ Locations, facilities, roads, recontoured _____

Compaction alleviation _____ Dust and erosion control _____

Non cropland: Revegetated 80% _____ Cropland: perennial forage _____

Weeds present _____ Subsidence _____

Comment: _____

Corrective Action: _____ Date _____

Overall Final Reclamation

Storm Water:

Loc Erosion BMPs	BMP Maintenance	Lease Road Erosion BMPs	Lease BMP Maintenance	Chemical BMPs	Chemical BMP Maintenance	Comment

S/U/V: _____ Corrective Date: _____

Comment: _____

CA: _____