

EXHIBIT A

The following conditions will apply to all of Operator's newly permitted wells and facilities within unincorporated Arapahoe County, as of the effective date of the fully executed MOU between Arapahoe County and Operator. Site-specific conditions may be incorporated into the COGCC permit approval process through the LGD process as described in the Commission's Rules, or by Sundry notice (COGCC Form 4) if there is agreement between Operator and Arapahoe County.

1. Operator's Pit Practices within the County.

a. Operator shall use closed-loop or modified closed loop systems, as defined below, for drilling and completions; however, pits may be allowed if approved by the Colorado Oil and Gas Conservation Commission ("the Commission") in accordance with Commission's Rules and if approval is also obtained from Arapahoe County ("the County"), excepting that flare, emergency, plugging and work-over pits that are approved by the Commission in accordance with Commission rules are allowed without prior County approval if constructed and operated in compliance with the Commission's Rules and if located more than ¼ mile from any occupied building. Use of these pits except emergency pits, within ¼ mile of an occupied building must be authorized by the County.

b. Modified closed-loop systems include oil and gas wells where air or fresh water is used to drill through the surface casing interval, defined as fifty (50) feet below the depth of the deepest aquifer, and a closed loop system is used for the remainder of the drilling and/or completion or recompletion procedures.

c. If Operator indicates that a closed-loop system or modified closed-loop section will be used for drilling and completions, this section will not be applicable.

2. Berms. Operator will inspect berms on a weekly basis for evidence of discharge and within 48 hours of a precipitation event. Inspection and maintenance records will be provided to the County upon request.

3. Water Supply and Quality. To reduce truck traffic, where feasible, temporary surface water lines are encouraged and will be utilized. If necessary, Operator will bury temporary water lines at existing driveway and gravel road crossings, or utilize existing culverts, if available.

4. Baseline Water Quality Testing. Operator shall comply with the Commission's Statewide Groundwater Baseline Sampling and Monitoring Rule 609 and thereafter with Rule 609 as adopted or modified, in addition to the requirements provided herein. Facilities subject to the requirements of this section are oil and gas wellsites, tank batteries, compressor stations, pits/ponds, below-grade tanks, and dehydration units. To the extent the requirements of Rule 609 and the requirements provided herein are in conflict, Operator shall comply with the stricter standard.

a. Using the Commission's criteria and protocol for sample analyses, types, orientation, and number, Operator shall test up to four available water sources within a one half (½) mile radius of a new oil and gas facility.

b. If there are not available water sources located within a ½ mile radius of new oil and gas facility, the Operator shall test the nearest downgradient available water source that is within one-mile of the oil and gas facility.

c. To the extent requested by an owner, Operator shall conduct a baseline test of any water sources, on a one-time basis, within a ½ mile radius of a new oil and gas well or facility. The requirement to test a water source upon request does not apply if the water source has already been tested.

d. For a location that will include only facilities where Rule 609 does not require Baseline Sampling (flow lines, tank batteries, compressor stations, pits/ponds, below grade tanks, dehydration units, and vapor recovery units) the Form 2A will refer to the MOU requirement for Baseline Sampling.

5. Spill and Release Management. Operator will submit copies of any Form 19 filed with the Commission to the County LGD.

6. Weed Control and Management. Operator shall be responsible for noxious weed control on any disturbed area, from the construction phase to the closure of the well or facility.

7. Noise. Operator shall provide to the LGD 24 hour, 7 days a week contact information to respond to all noise complaints arising from Operator's oil and gas facilities. Operator will post this information on a sign at the entrance to the access road.

8. Private Roads. The Operator agrees to construct (unless already constructed) and maintain an access road designed to accommodate emergency response vehicles such as, but not limited to, law enforcement, emergency command vehicles (Cars/SUVs), ambulances, hazardous materials response vehicles, water tenders, and fire apparatus during construction and operation of new tank batteries (post MOU), new drilling activity, reworks, or recompletions of existing wells. With respect to new roads to new tank batteries, the Operator agrees to construct access roads at least sixteen (16') feet wide with at least four (4") inch road base. Best efforts will be made to improve inadequate access to existing tank battery sites identified by the Fire District or County, based on service calls and demonstrated problems of accessing the site. Operator and County agree that spot inspections of access roads may be done by the County and/or appropriate emergency response agency, at such County or agency's sole risk and expense, to insure that emergency access in accordance with this section is maintained.

9. Painting of Oil and Gas Facilities Painting. Except for such facilities that must be painted a certain color for safety reasons, Operator shall paint all new production facilities with uniform, non-contrasting, non-reflective color tones and with colors matched to, but slightly darker, than surrounding landscapes.

10. Lighting. All permanent lighting of oil and gas well sites shall be directed downward and internally.