

FORM INSP Rev 05/11	State of Colorado Oil and Gas Conservation Commission 1120 Lincoln Street, Suite 801, Denver, Colorado 80203 Phone: (303) 894-2100 Fax: (303) 894-2109		<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <td style="width:25%;">DE</td> <td style="width:25%;">ET</td> <td style="width:25%;">OE</td> <td style="width:25%;">ES</td> </tr> </table>	DE	ET	OE	ES
DE	ET	OE	ES				

Inspection Date: <p style="text-align: center;"><u>11/03/2014</u></p> Document Number: <p style="text-align: center;"><u>674700540</u></p> Overall Inspection: <p style="text-align: center;"><u>SATISFACTORY</u></p>
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FIELD INSPECTION FORM

Location Identifier	Facility ID	Loc ID	Inspector Name:	On-Site Inspection <input type="checkbox"/>
	<u>335144</u>	<u>335144</u>	<u>LONGWORTH, MIKE</u>	2A Doc Num: _____

Operator Information:

OGCC Operator Number: <u>96850</u>
Name of Operator: <u>WPX ENERGY ROCKY MOUNTAIN LLC</u>
Address: <u>1001 17TH STREET - SUITE #1200</u>
City: <u>DENVER</u> State: <u>CO</u> Zip: <u>80202</u>

- THIS IS A FOLLOW UP INSPECTION
- FOLLOW UP INSPECTION REQUIRED
- NO FOLLOW UP INSPECTION REQUIRED
- INSPECTOR REQUESTS FORM 42 WHEN CORRECTIVE ACTIONS ARE COMPLETED

Contact Information:

Contact Name	Phone	Email	Comment
Moss, Brad	(970) 285-9377	Brad.Moss@WPXEnergy.com	Production foreman
Kellerby, Shaun		shaun.kellerby@state.co.us	
Gardner, Michael	970/285-9377 ext. 2760	Michael.Gardner@WPXEnergy.com	Principal Environmental Specialist

Compliance Summary:

QtrQtr: <u>NWNW</u>	Sec: <u>33</u>	Twp: <u>6S</u>	Range: <u>96W</u>
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Insp. Date	Doc Num	Insp. Type	Insp Status	Satisfactory /Action Required	PA P/F/I	Pas/Fail (P/F)	Violation (Y/N)
06/12/2013	663801125			SATISFACTORY	I		No

Inspector Comment:

Related Facilities:

Facility ID	Type	Status	Status Date	Well Class	API Num	Facility Name	Insp Status	
211345	WELL	PR	02/08/2005	GW	045-07105	UNOCAL GM 11-33	PR	<input checked="" type="checkbox"/>
286914	WELL	PR	09/21/2006	GW	045-12832	WILLIAMS GM 511-33	PR	<input checked="" type="checkbox"/>
286915	WELL	PR	09/21/2006	GW	045-12831	WILLIAMS GM 441-32	PR	<input checked="" type="checkbox"/>
286916	WELL	PR	09/21/2006	GW	045-12830	WILLIAMS GM 411-33	PR	<input checked="" type="checkbox"/>

Equipment:

Location Inventory

Special Purpose Pits: _____	Drilling Pits: _____	Wells: <u>4</u>	Production Pits: _____
Condensate Tanks: <u>4</u>	Water Tanks: <u>5</u>	Separators: <u>4</u>	Electric Motors: _____
Gas or Diesel Mortors: _____	Cavity Pumps: _____	LACT Unit: _____	Pump Jacks: _____
Electric Generators: _____	Gas Pipeline: <u>1</u>	Oil Pipeline: <u>4</u>	Water Pipeline: <u>1</u>
Gas Compressors: _____	VOC Combustor: _____	Oil Tanks: _____	Dehydrator Units: <u>1</u>
Multi-Well Pits: _____	Pigging Station: _____	Flare: _____	Fuel Tanks: _____

Location

Signs/Marker:				
Type	Satisfactory/Action Required	Comment	Corrective Action	CA Date
BATTERY	SATISFACTORY			
TANK LABELS/PLACARDS	SATISFACTORY			
WELLHEAD	SATISFACTORY			

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

Comment: _____

Corrective Action: _____

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

Fencing/:				
Type	Satisfactory/Action Required	Comment	Corrective Action	CA Date
TANK BATTERY	SATISFACTORY			
WELLHEAD	SATISFACTORY			
IGNITOR/COMBUST OR	SATISFACTORY			
SEPARATOR	SATISFACTORY			

Equipment:					
Type	#	Satisfactory/Action Required	Comment	Corrective Action	CA Date
Horizontal Heated Separator	4	SATISFACTORY			
Bird Protectors	6	SATISFACTORY			
Plunger Lift	4	SATISFACTORY			
Emission Control Device	1	SATISFACTORY			

Facilities: New Tank Tank ID: _____

Contents	#	Capacity	Type	SE GPS
PRODUCED WATER	1	300 BBLS	STEEL AST	,

S/A/V: SATISFACTORY Comment: _____

Corrective Action: _____ Corrective Date: _____

Paint

Condition	Adequate
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Other (Content) _____

Other (Capacity) _____

Other (Type) _____

Berms

Type	Capacity	Permeability (Wall)	Permeability (Base)	Maintenance

Corrective Action				Corrective Date
Comment				

Facilities: New Tank Tank ID: _____

Contents	#	Capacity	Type	SE GPS
PRODUCED WATER	1	400 BBLS	HEATED STEEL AST	,
S/A/V:	Comment:			
Corrective Action:				Corrective Date:

Paint

Condition	
Other (Content)	_____
Other (Capacity)	_____
Other (Type)	_____

Berms

Type	Capacity	Permeability (Wall)	Permeability (Base)	Maintenance
Corrective Action				Corrective Date
Comment				

Facilities: New Tank Tank ID: _____

Contents	#	Capacity	Type	SE GPS
PRODUCED WATER	1	400 BBLS	STEEL AST	,
S/A/V: SATISFACTORY	Comment:			
Corrective Action:				Corrective Date:

Paint

Condition	Adequate
Other (Content)	_____
Other (Capacity)	_____
Other (Type)	_____

Berms

Type	Capacity	Permeability (Wall)	Permeability (Base)	Maintenance
Corrective Action				Corrective Date
Comment				

Facilities: New Tank Tank ID: _____

Contents	#	Capacity	Type	SE GPS
CONDENSATE	2	400 BBLS	HEATED STEEL AST	,
S/A/V: SATISFACTORY	Comment:			
Corrective Action:				Corrective Date:

Paint

Condition	Adequate
Other (Content)	_____

Other (Capacity) _____
 Other (Type) _____

Berms

Type	Capacity	Permeability (Wall)	Permeability (Base)	Maintenance

Corrective Action _____ Corrective Date _____
 Comment _____

Facilities: New Tank Tank ID: _____

Contents	#	Capacity	Type	SE GPS
CONDENSATE	3	400 BBLS	STEEL AST	,

S/A/V: SATISFACTORY Comment: _____
 Corrective Action: _____ Corrective Date: _____

Paint

Condition Adequate

Other (Content) _____
 Other (Capacity) _____
 Other (Type) _____

Berms

Type	Capacity	Permeability (Wall)	Permeability (Base)	Maintenance
Metal	Adequate	Walls Sufficient	Base Sufficient	Adequate

Corrective Action _____ Corrective Date _____
 Comment _____

Venting:

Yes/No	Comment

Flaring:

Type	Satisfactory/Action Required	Comment	Corrective Action	CA Date

Predrill

Location ID: 335144

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

S/A/V: _____
 Corrective Action: _____ Date: _____ CDP Num.: _____

Form 2A COAs:

Group	User	Comment	Date
Agency	kubeczko	Location is in a sensitive area because of shallow groundwater; therefore, operator must ensure 110 percent secondary containment for any volume of fluids contained at tank pad site during operations.	01/13/2010
Agency	kubeczko	Location is in a sensitive area due to shallow groundwater; therefore the secondary containment area needs to be lined.	01/13/2010

Agency	kubeczkod	Operator must implement best management practices to contain any unintentional release of fluids.	01/13/2010
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S/A/V: SATISFACTORY **Comment:** Tanks are set in a lined metal berm.

CA: _____ **Date:** _____

Wildlife BMPs:

BMP Type	Comment
PROPOSED BMPs	<p>Starkey Tank Pad (GM 11 -3 3)</p> <p>In addition to compliance with General Operating Requirements required under COGCC rule 1203 to be applied in Sensitive Wildlife Habitat and Restricted Surface Occupancy areas or COGCC 1204 to be applied statewide or in areas noted in the Rule, Williams will employ the following BMPs either field wide or at the specific location for which this Form 2A is being submitted.</p> <p>Field Wide BMPs:</p> <p>General</p> <ul style="list-style-type: none"> • Prepare plans and studies to support wildlife conservation and protection • Contribute to and participate in wildlife studies and research efforts related to oil and gas activity's relationship to wildlife • Treat/control noxious weeds /plants including Tamarisk • Assist CDOW in obtaining access to private lands for wildlife research and conservation • Contribute to organizations that acquire /manage habitat • Continue to Support Operation Game Thief • Continue to support CDOW sportsman's programs • Participate in wildlife seminars and conferences (e.g. AFWA) • Focus Ranch and Property Management (Williams' owned /managed properties) on wildlife resources • Restrict and /or manage grazing to benefit wildlife • Construct habitat improvement projects as practical • Enforce policies to protect wildlife (e.g., no poaching, no firearms, no dogs on location, no feeding of wildlife, etc.). • Inventory, monitor and remove obsolete, degraded, or hazardous fencing on Williams owned property • Support research to test the effectiveness of specific Best Management Practices <p>Planning</p> <ul style="list-style-type: none"> • Conduct wildlife surveys to determine presence of game /non -game species /habitat

- Site access roads, pads and facilities in locations that minimize habitat impacts
- Minimize well pad density to the extent possible
- Minimize the number, size and distribution of well pads and locate pads along existing roads where possible.
- Plan pipeline routes ahead of time to avoid field fitting and reduce excessive ROW widths and reclamation.
- Adequately size infrastructure and facilities to accommodate both current and future gas production.

Construction

- Surface roads to ensure that the anticipated volume of traffic and the weight and speed of vehicles using the road do not cause environmental damage, including generation of fugitive dust and contribution of sediment to downstream areas.
- Protect culvert inlets from erosion and sedimentation and install energy dissipation structures at outfalls
- Salvage topsoil from all road construction and other rights -of -way and re -apply during interim and final reclamation.
- Strip and segregate topsoil prior to construction. Appropriately configure topsoil piles and immediately seed to control erosion, prevent weed establishment and maintain soil microbial activity.

Production /Reclamation

- Install automated emergency response systems (e.g., high tank alarms, emergency shut- down systems, etc.).
- Implement fugitive dust control program
- Avoid direct discharge of pipeline hydrostatic test water to any reservoir, lake, wetland, or natural perennial or seasonally flowing stream or river.
- Apply an aggressive, integrated, noxious and invasive weed management plan. Utilize an adaptive management strategy that permits effective responses to monitored findings and reflects local site and geologic conditions
- Map the occurrence of existing weed infestations prior to development to effectively monitor and target areas that will likely become issues after development.
- Use appropriately diverse reclamation seed mixes that mirror an appropriate reference area for the site being reclaimed where approved by landowner.
- Conduct seeding in a manner that ensures that seedbed preparation and planting techniques are targeted toward the varied needs of grasses, forbs and shrubs (e.g., seed forbs and shrubs separately from grasses, broadcast big sagebrush but drill grasses, etc.)
- Emphasize bunchgrass over sod - forming grasses in seed mixes in order to provide more effective wildlife cover and to facilitate forb and shrub establishment.
- Seed during appropriate season to increase likelihood of reclamation success
- Do not include aggressive, non - native grasses in reclamation seed mixes

	<ul style="list-style-type: none"> • Choose reference areas as goals for reclamation that have high wildlife value, with attributes such a diverse and productive understory of vegetation, productive and palatable shrubs, and a high prevalence of native species. • Establish vegetation with total perennial non - invasive plant cover of at least eighty (80) percent of pre- disturbance or reference area levels. • Establish vegetation with plant diversity of non - invasive species which is at least half that of pre- disturbance or reference area levels. Quantify diversity of vegetation using a metric that considers only species with at least 3 percent relative plant cover.
<p>PROPOSED BMPs</p>	<ul style="list-style-type: none"> • Establish permanent and monumented photo points and vegetation measurement plots or transects; monitor at least annually until plant cover, composition, and diversity standards have been met. • Observe and maintain a performance standard for reclamation success characterized by the establishment of a self -sustaining, vigorous, diverse, locally appropriate plant community on the site, with a density sufficient to control erosion and non- native plant invasion and diversity sufficient to allow for normal plant community development. • Use early and effective reclamation techniques, including interim reclamation to accelerate return of disturbed areas for use by wildlife • Remove all unnecessary infrastructure during the production phase. • Remediate hydrocarbon spills on disturbed areas prior to reclamation. • Complete final reclamation activities so that seeding occurs during the first optimal season following plugging and abandonment of oil and gas wells. • Perform interim reclamation to final reclamation species composition and establishment standards. • Perform interim reclamation on all disturbed areas not needed for active support of production operations • Remove and properly dispose of degraded silt fencing and erosion control materials after their utility has expired • Apply certified weed free mulch and crimp or tacify to remain in place to reclaim areas for seed preservation and moisture retention • Control weeds in areas surrounding reclamation areas in order to reduce weed competition • Educate employees and contractors about weed issues • Where possible, fence livestock and /or wildlife out of newly reclaimed areas until reclamation standards have been met and plants are capable of sustaining herbivory • Conduct necessary reclamation and invasive plant monitoring. • Census and assess the utilization of the reclaimed areas by the target species • Maintain pre and post development site inspection records and monitor operations for compliance • Utilize GIS technologies to assess the extent of disturbance and document the reclamation progression and the footprint of disturbances • Conduct reclamation field trials to match seed mixes, soil preparation techniques, and planting methods to local conditions.

Site Specific BMPs:

Planning

- Share /consolidate corridors for pipeline ROWs to the maximum extent possible.
- Maximize the utility of surface facilities by developing multiple wells from a single pad (directional drilling), and by co- locating multipurpose facilities (for example, well pads and compressors) to avoid unnecessary habitat fragmentation and disturbance of additional geographic areas.
- Minimize newly planned activities and operations within 300 feet of the ordinary high water mark of any reservoir, lake, wetland, or natural perennial or seasonally flowing stream or river.
- Locate roads outside of drainages where possible and outside of riparian habitat.
- Avoid constructing any road segment in the channel of an intermittent or perennial stream.
- Minimize the number, length, and footprint of oil and gas development roads;
- Use existing roads where possible
- Combine utility infrastructure (gas, electric, and water) planning with roadway planning to avoid separate utility corridors
- Combine and share roads to minimize habitat fragmentation
- Where possible, consolidate pipeline and existing roadways, or roadways that are planned for development
- Place roads to avoid obstructions to migratory routes for wildlife, and to avoid displacement of wildlife from public to private lands.
- Maximize use of long -term centralized tank batteries to minimize traffic
- Maximize use of remote telemetry for well monitoring to minimize traffic
- Restrict oil and gas activities as practical during critical seasonal periods

Production/Reclamation

- Remove well pad and road surface materials that are incompatible with post - production land use and re- vegetation requirements
- Use only certified weed -free native seed in seed mixes, except for non - native plants that benefit wildlife
- Install exclusionary devices to prevent bird and other wildlife access to equipment stacks, vents and openings.
- Reduce visits to well -sites through remote monitoring (i.e. SCADA) and the use of multi - function contractors.

S/A/V: _____ **Comment:** _____

CA: _____ **Date:** _____

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:

Facility

Facility ID: 211345 Type: WELL API Number: 045-07105 Status: PR Insp. Status: PR

Producing Well

Comment: Producing well

Facility ID: 286914 Type: WELL API Number: 045-12832 Status: PR Insp. Status: PR

Producing Well

Comment: Producing well

Facility ID: 286915 Type: WELL API Number: 045-12831 Status: PR Insp. Status: PR

Producing Well

Comment: Producing well

Facility ID: 286916 Type: WELL API Number: 045-12830 Status: PR Insp. Status: PR

Producing Well

Comment: Producing well

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 _____ Well Release on Active Location Multi-Well Location

Storm Water:						
Loc Erosion BMPs	BMP Maintenance	Lease Road Erosion BMPs	Lease BMP Maintenance	Chemical BMPs	Chemical BMP Maintenance	Comment

S/A/V: **ACTION REQUIRED** Corrective Date: **12/05/2014**

Comment: **Cut slope wall behind tank battery is washing and eroding.**

CA: **Implement BMPs to prevent erosion and storm water run on.**

Pits: NO SURFACE INDICATION OF PIT

Attached Documents

You can go to COGCC Images (<https://cogcc.state.co.us/weblink/>) and search by document number:

Document Num	Description	URL
674700541	Erosion of cut slope wall	http://ogccweblink.state.co.us/DownloadDocumentPDF.aspx?DocumentId=3473815
674700542	Erosion of cut slope wall	http://ogccweblink.state.co.us/DownloadDocumentPDF.aspx?DocumentId=3473816