

**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

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Inspection Date:
10/27/2015Document Number:
674701980Overall Inspection:
SATISFACTORY**FIELD INSPECTION FORM**

Location Identifier	Facility ID	Loc ID	Inspector Name:	On-Site Inspection	2A Doc Num:
	335968	335968	LONGWORTH, MIKE	<input type="checkbox"/>	

Operator Information:OGCC Operator Number: 10516Name of Operator: LINN OPERATING INCAddress: 600 TRAVIS STREET #5100City: HOUSTON State: TX Zip: 77002

- ☐ 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
White, Brent		bwhite@linnenergy.com	Production Foreman
Foster, Michael	281-840-4375	MFoster@linnenergy.com	Regulatory Compliance Specialist II
Burns, Bryan		bburns@linnenergy.com	
Johnson, Derek	970-285-2200	dsjohnson@linnenergy.com	

Compliance Summary:QtrQtr: NWSE Sec: 29 Twp: 5S Range: 96W**Inspector Comment:****No evidence of location.****Related Facilities:**

Facility ID	Type	Status	Status Date	Well Class	API Num	Facility Name	Insp Status	
298397	WELL	XX	05/28/2015	LO	045-17182	CHEVRON 29-1D	ND	<input checked="" type="checkbox"/>
298398	WELL	XX	05/26/2015	LO	045-17185	CHEVRON 29-22D	ND	<input checked="" type="checkbox"/>
298399	WELL	XX	05/28/2015	LO	045-17184	CHEVRON 29-2D	ND	<input checked="" type="checkbox"/>
298400	WELL	XX	05/27/2015	LO	045-17189	CHEVRON 29-24D	ND	<input checked="" type="checkbox"/>
298401	WELL	XX	05/28/2015	LO	045-17183	CHEVRON 29-4D	ND	<input checked="" type="checkbox"/>
298402	WELL	XX	05/27/2015	LO	045-17188	CHEVRON 29-23D	ND	<input checked="" type="checkbox"/>
298403	WELL	XX	05/28/2015	LO	045-17187	CHEVRON 29-20D	ND	<input checked="" type="checkbox"/>
298404	WELL	XX	05/28/2015	LO	045-17186	CHEVRON 29-21D	ND	<input checked="" type="checkbox"/>
298415	WELL	XX	05/27/2015	LO	045-17194	CHEVRON 29-32D	ND	<input checked="" type="checkbox"/>
298416	WELL	XX	05/27/2015	LO	045-17195	CHEVRON 29-28D	ND	<input checked="" type="checkbox"/>

298417	WELL	XX	05/27/2015	LO	045-17196	CHEVRON 29-31D	ND	<input checked="" type="checkbox"/>
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Equipment:Location Inventory

Special Purpose Pits: _____	Drilling Pits: _____	Wells: <u>11</u>	Production Pits: _____
Condensate Tanks: <u>6</u>	Water Tanks: <u>1</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: _____	Water Pipeline: <u>1</u>
Gas Compressors: _____	VOC Combustor: _____	Oil Tanks: _____	Dehydrator Units: _____
Multi-Well Pits: _____	Pigging Station: _____	Flare: _____	Fuel Tanks: _____

Location

Emergency Contact Number (S/A/V): _____

Corrective Date: _____

Comment: _____

Corrective Action: _____

Spills:

Type	Area	Volume	Corrective action	CA Date
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☐ Multiple Spills and Releases?**Venting:**

Yes/No	Comment

Flaring:

Type	Satisfactory/Action Required	Comment	Corrective Action	CA Date

PredrillLocation ID: 335968**Site Preparation:**

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

S/A/V: _____

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

Form 2A COAs:

Group	User	Comment	Date
OGLA	kubeczkod	The nearby hillside must be monitored for any day-lighting of drilling fluids throughout the drilling of the surface casing interval.	12/29/2010
OGLA	kubeczkod	Notice to Operators (NTO) Drilling Wells on the Roan Plateau in Garfield County: Again, although this well pad location does not fall within the current Roan Rim NTO boundaries, those boundaries are currently being revised; therefore the operator must comply with all provisions of the June 12, 2008 Notice to Operators (NTO) Drilling Wells Within ¾ Mile of the Rim of the Roan Plateau in Garfield County – Pit Design, Construction, and Monitoring Requirements. At a minimum, the following condition of approval (COA) will apply: COA 6 - All pits must be lined.	12/29/2010

OGLA	kubeczko	Operator must implement best management practices to contain any unintentional release of fluids, including any fluids conveyed via temporary surface pipelines.	12/29/2010
OGLA	kubeczko	Notify the COGCC 48 hours prior to start of pad construction, rig mobilization, spud, and start of hydraulic stimulation operations using Form 42 (the appropriate COGCC individuals will automatically be email notified, including the LGD for hydraulic stimulation operations).	03/06/2014
OGLA	kubeczko	Berms or other containment devices shall be constructed in compliance with Rule 603.e.(12) around crude oil, condensate, and produced water storage tanks.	12/29/2010
OGLA	kubeczko	Any pit constructed to hold fluids (reserve pit, production pit, frac pit; except for flare pit, if built) must be lined.	12/29/2010
OGLA	kubeczko	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.	12/29/2010
OGLA	kubeczko	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)). Under unforeseen upset conditions during flowback operations, operator may discharge flowback fluids directly into the pit, as needed (notice of intent to directly discharge into the pit must be sent to Dave Kubeczko; email dave.kubeczko@state.co.us).	12/29/2010
OGLA	kubeczko	No portion of any pit that will be used to hold liquids 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.	12/29/2010
OGLA	kubeczko	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 also meet the applicable standards of table 910-1.	12/29/2010
OGLA	kubeczko	Notify COGCC Oil and Gas Location Assessment (OGLA) Specialist for Western Colorado (Dave Kubeczko; email dave.kubeczko@state.co.us) 48 hours prior to start of construction.	12/29/2010

OGLA	kubeczkd	The moisture content of drill cuttings managed onsite shall be kept as low as practicable to prevent accumulation of liquids greater than de minimis amounts. After drilling and completion operations have been completed, the drill cuttings that will remain on the well pad location (cuttings management area, the cut portion of the pad, cuttings trench, dry cuttings drilling pit), must meet the applicable standards of Table 910-1. Land-farming of E&P waste is prohibited on the location; however, this shall not preclude onsite disposal of E&P waste in accordance with COGCC Rules and permit conditions. After the drill cuttings have been amended (if necessary) and placed on the well pad, sampling frequency of the drill cuttings (to be determined by the operator) shall be representative of the material left on location. No offsite disposal of cuttings to another oil and gas location shall occur without prior approval of a an amended Waste Management Plan (submitted via a Form 4 Sundry Notice) specifying disposal location and waste characterization method. Commercial disposal of drill cuttings will only require notification to COGCC via a Form 4 Sundry Notice.	01/14/2015
OGLA	kubeczkd	Since the operator will be running up to 10 percent (by volume) diesel oil in the water based drilling mud as a shale stabilization and friction reduction additive while drilling the production hole interval, any pit constructed to hold fluids must be permitted, and approved, prior to construction and use (a Form 15 [Earthen Pit Report/Permit] will need to be submitted). Additional COAs may be attached to the Form 15.	12/29/2010

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

CA: _____ **Date:** _____

Wildlife BMPs:

BMP Type	Comment
Wildlife	<p>Berry Petroleum Company; Proposed Chevron J-29-596 Well Pad Wildlife Mitigation Measures</p> <p>Berry would like to propose the implementation of the following BMPs/mitigation measures to reduce impacts to sage grouse associated with the proposed Chevron J-29-596 well pad. These measures will require surface owner consent/agreement with respect to consistency with our Surface Use Agreement and associated Sage Grouse Mitigation Plan.</p> <ul style="list-style-type: none"> o Ground disturbing activities at the J-29 location, including pad construction, drilling, and completions would occur outside of the period from March 1 to June 30. Berry will make a good faith effort to complete all activity on the J-29 location during a single, uninterrupted time period. o Well site visitations to the J-29 pad would be restricted to the period of 9:00 AM to 4:00 PM during the lekking season (March 1 to May 15). o Company guidelines would be established to minimize wildlife mortality from vehicle collisions (posted speed limits, plus notification of all employees and contractors to drive cautiously and within those speed limits). o Since well pad density has/will exceed one pad per square mile/section, Berry will initiate and complete a Wildlife Mitigation Plan in close coordination with the CDOW (subject to surface owner approval). o Activities at the other two Berry well pads located within the Section 29 RSO area would be completed and thorough interim reclamation carried out (all site regrading and appropriate seeding) prior to initiation of activity at the J-29 location. Remaining activities and interim reclamation at the other two Berry locations within the RSO would be carried out between July 1 and February 28. o Berry is researching and will make a good faith effort to design tanks, fences, and other facilities to prevent raptor/raven/crow perching and nesting, where feasible. o Design wastewater pits to minimize retention of stagnant water. Immediately after drilling and completions are finished, the pit will be emptied and reclaimed. o While the pit is in use (it contains water) and the potential exists for mosquito breeding, the pit will be treated with Bti to prevent the potential spread of West Nile Virus. o Berry will use early and effective reclamation techniques, including an aggressive interim reclamation program, to return habitat to use by sage grouse as quickly as possible.

- o Berry will reclaim/restore sage grouse habitat with native grasses, forbs, and shrubs, conducive to optimal sage grouse habitat.
- o Berry will use a high diversity reclamation seed mix/approved CP-4D seed mix, approved by the CDOW and the surface owner.
- o Avoid aggressive non-native grasses in sage grouse habitat reclamation.
- ? Restore disturbed sagebrush using locally collected seed, where possible.
- ? Berry is also willing to agree to participate in the CDOW off-site mitigation program. Berry will coordinate with the CDOW regarding how the off-site mitigation program works and what costs are involved. If the program is similar to wetlands mitigation banking, and the costs are reasonable, Berry will participate in this program to offset project impacts.
- ? Additional relevant BMPs that would be implemented, as described in Section II B, "Infrastructure Layout Wildlife Protection Measures", of the CDOW "Actions to Minimize Adverse Impacts to Wildlife Resources" document include:
 - o Combining utility infrastructure (gas and water pipelines) alongside the access road to avoid the use of a separate utility corridor.
 - o Implement fugitive dust control measures (watering).
 - o To reduce vehicle-animal collisions, Berry will either house the drilling crew on the location to minimize commuting, or strongly recommend car pooling to the pad site to reduce traffic.
 - o Access by unauthorized parties will be restricted at the guard station on the Garden Gulch Road.
 - o Vehicle parking will be restricted to disturbed areas.
 - o Man camps are being considered for this site to reduce vehicle traffic.
 - o The pipeline corridor within the vicinity of the RSO area has been consolidated and is shared by Berry and Marathon/Enterprise.
- o Additional BMPs that would be implemented, as described in Section II D, "Drilling and Production Operations Wildlife Protection Measures" include:
 - o Water will be transported to the J-29 pad by pipeline, as opposed to trucking.
 - o Berry is presently evaluating using closed loop drilling and completions techniques. It is unclear at this time if we can commit to that, however.
 - o If closed loop drilling and completion techniques cannot be implemented, proper fencing and netting of the reserve pit will be carried out as discussed in our recent meeting with the CDOW to exclude wildlife, including grouse.
 - o Exclusionary devices will be installed to prevent entry by birds and wildlife into stacks, vents, and openings.
 - o During pipeline installations, trench plugs or escape ramps will be installed to prevent the entrapment of wildlife, or restriction of wildlife movement.
- o Additional BMPs described in Section II G, "Restoration, Reclamation, and Abandonment" will be followed, provided Berry receives surface-owner approval.
- o Berry will establish policies to protect wildlife in general at the J-29 well pad, including prohibitions on possession of firearms, exclusion of dogs, and prohibition of wildlife feeding. Bear-proof dumpsters will be used and site sweeps to verify all food-related trash is properly disposed of will also be carried out.

Drilling/Completion Operations

The following list of Best Management Practices (BMP's) that will be implemented by Berry Petroleum Company during the pad construction, well drilling, well completion, natural gas production and reclamation phases of activity on the Chevron J29 596 well Pad.

A total of 11 wells will be directionally drilled from the J29 well pad. Directional drilling has enabled Berry Petroleum Company to reduce the number of well pads required for gas recovery and will minimize surface damage.

The J29 well pad will be constructed adjacent to an existing road. This eliminates the need to construct an additional road for access and avoids additional surface disturbance.

In general, Berry Petroleum Company will comply with all applicable federal, state and local statutes, rules, regulations and ordinances, including those of OSHA, the COGCC and the CDPHE. Relating to safety and the environment.

During construction of the well pad, topsoil will be isolated from other soils and placed and stacked per COGCC requirements. All cuts, fill slopes, pits and topsoil piles will be stabilized and revegetated immediately following construction.

The pad will be constructed in compliance with CDPHE Stormwater Discharge regulations. Bear proof dumpsters/trash cans will be used on the location for solid/food waste disposal. Noxious weeds will be controlled.

Temporary housing for the drill rig crews will meet all Garfield County regulations. The housing quarters will receive 24/7 supervision by Berry Petroleum Company.

Production tanks shall be placed on a non-permeable liner and surrounded by a metal containment wall at least 3 feet in height.

S/AV: _____ **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: 298397 Type: WELL API Number: 045-17182 Status: XX Insp. Status: ND

Facility ID: 298398 Type: WELL API Number: 045-17185 Status: XX Insp. Status: ND

Facility ID: 298399 Type: WELL API Number: 045-17184 Status: XX Insp. Status: ND

Facility ID: 298400 Type: WELL API Number: 045-17189 Status: XX Insp. Status: ND

Facility ID: 298401	Type: WELL	API Number: 045-17183	Status: XX	Insp. Status: ND
Facility ID: 298402	Type: WELL	API Number: 045-17188	Status: XX	Insp. Status: ND
Facility ID: 298403	Type: WELL	API Number: 045-17187	Status: XX	Insp. Status: ND
Facility ID: 298404	Type: WELL	API Number: 045-17186	Status: XX	Insp. Status: ND
Facility ID: 298415	Type: WELL	API Number: 045-17194	Status: XX	Insp. Status: ND
Facility ID: 298416	Type: WELL	API Number: 045-17195	Status: XX	Insp. Status: ND
Facility ID: 298417	Type: WELL	API Number: 045-17196	Status: XX	Insp. Status: ND

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 REVEGETATIONCropland

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 ☐

Inspector Name: LONGWORTH, MIKE

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

S/A/V: _____ Corrective Date: _____

Comment: _____

CA: _____

Pits: ☐ NO SURFACE INDICATION OF PIT

COGCC Comments

Comment	User	Date
No evidence of location.	longworm	10/27/2015