

**U.S. Department of the Interior
Bureau of Land Management
Glenwood Springs Field Office
2300 River Frontage Road
Silt, Colorado 81652**

Statutory Categorical Exclusion, DOI-BLM-CO-N040-2009-0101

Project: Proposal to expand the existing RMV 22-35 Pad and directionally drill an additional 13 Federal wells into Federal lease COC07506, located south of the Colorado River, near Porcupine Creek in Garfield County, Colorado.

Location: Township 6 South, Range 94 West, Section 35, NW¹/₄NE¹/₄, 6th Principal Meridian

Proposal: Williams Production RMT Company (Williams) proposes to directionally drill an additional 13 Federal wells from the existing RMV 22-35 well pad located on private land to access fluid minerals in Federal lease COC07506 (Table 1). A new access road will be built on an existing 2-track road through a private hay field. Water and condensate facilities for these wells will be piped to tanks on the existing Juhan 14-26H tank farm in Section 26. This facility is also private surface. Williams has a signed surface use agreement with the private land owner in place for RMV 22-35 well pad and the Juhan 14-26H tank farm and fracing pad. A gas gathering line will be installed from the separators on the pad to the existing main gathering line running along Porcupine Creek Road. The only new pipelines needed are a 6-inch gas, 4-inch water, and 2-inch condensate line from the pad to the tank farm.

For drilling, water for the wells will be trucked, via existing County Road 301. For completions, water used will be recycled water that is pumped through a supply line that feeds the existing Juhan 14-26H tank farm. The water will be pumped from the Rulison Evaporation Pond located in NW¹/₄ of Section 20, T6S, R94W. Completions will be conducted simultaneously. The completions (frac) equipment will be placed on the existing Juhan 14-26H frac pad. Frac lines will run along access roads and/or pipeline ROWs, where possible, to the RMV 22-35 pad. Drill cuttings generated during drilling of proposed wells will be disposed of in the cuttings trench built on the well pad.

The current disturbance of the RMV 22-35 pad is 1.62 acres. The additional wells drilled on the pad will require an expansion of 2.97 acres along the west, south, and east sides of the current pad location. The additional space will be used to accommodate a larger cuttings trench and additional tanks required for the new wells. Total disturbance will be 4.59 acres. The existing access road will be improved and used as the access road to the pad. All pad construction, gas pipelines, water pipelines, and access roads to the RMV 22-35 pad and the Juhan 14-26H tank farm are on fee surface.

Lease Stipulations: All stipulations attached to Federal leases COC07506 remain in full force and effect.

BLM Conditions of Approval: Conditions of Approval (COAs) that would be included on the Applications for Permit to Drill (APDs) are attached. The standard surface use COAs are in addition to all stipulations attached to the respective Federal lease. In cases of discrepancies, the attached COAs supersede earlier versions provided to Williams.

NEPA Compliance: The following category of Categorical Exclusions pursuant to Section 390 of the Energy Policy Act (Act of 2005) applies to this proposal:

Category #2: *“Drilling an oil and gas location or well pad at a site at which drilling has occurred within five (5) years prior to the date of spudding the well.”*

The well file narrative to support use of this SCX must state the date when the previous well was completed or the date the site had workover operations involving a drilling rig of any type or capability; this also includes completion of any plugging operations. A “location or well pad” is defined as a previously disturbed or constructed well pad used in support of drilling a well. “Drilling” in the context of, “Drilling has occurred within five (5) years” refers to any drilled well including injection, water source, or any other service well. Additional disturbance or expansion of the existing well pad is not restricted as long as it is tied to the original location or well pad.”

Williams had a workover rig on this location working well RMV 22-35 from October 21, 2008, to November 5, 2008.

Prepared by: Rebecca Beavers, Natural Resource Specialist 12/04/09

Approval: It is my decision to approve the proposed action with the above referenced terms and conditions:



Allen Crockett, Ph.D., J.D.
Supervisory Natural Resource Specialist

12-14-09
Date

Table 1. Surface and Bottomhole Locations of Proposed Federal Wells

<i>Proposed Wells</i>	<i>Surface Locations (T6S, R94W)</i>	<i>Bottomhole Locations (T6S, R94W)</i>
RWF 341-35	686 feet FNL, 2051 feet FEL NW¼NE¼, Section 35, T6S R94W	221 feet FNL, 540 feet FEL NE¼NE¼, Section 35, T6S R94W
RWF 41-35	694 feet FNL, 2050 feet FEL NW¼NE¼, Section 35, T6S R94W	501 feet FNL, 630 feet FEL NE¼NE¼, Section 35, T6S R94W
RWF 432-35	762 feet FNL, 2055 feet FEL NW¼NE¼, Section 35, T6S R94W	2254 feet FNL, 1845 feet FEL SW¼NE¼, Section 35, T6S R94W
RMV 147-35	754 feet FNL, 2056 feet FEL NW¼NE¼, Section 35, T6S R94W	1870 feet FNL, 2076 feet FEL SW¼NE¼, Section 35, T6S R94W
RWF 532-35	761 feet FNL, 2045 feet FEL NW¼NE¼, Section 35, T6S R94W	2609 feet FNL, 1789 feet FEL SW¼NE¼, Section 35, T6S R94W
RWF 32-35	747 feet FNL, 2056 feet FEL NW¼NE¼, Section 35, T6S, R94W	1331 feet FNL, 1910 feet FEL, SW¼NE¼, Section 35, T6S, R94W
RWF 332-35	732 feet FNL, 2057 feet FEL NW¼NE¼, Section 35, T6S, R94W	1449 feet FNL, 2499 feet FEL, SW¼NE¼, Section 35, T6S, R94W
RWF 541-35	716 feet FNL, 2046 feet FEL NW¼NE¼, Section 35, T6S, R94W	1311 feet FNL, 196 feet FEL NE¼NE¼, Section 35, T6S, R94W
RWF 324-35	724 feet FNL, 2048 feet FEL NW¼NE¼, Section 35, T6S, R94W	1640 feet FNL, 179 feet FEL SE¼SE¼, Section 35, T6S, R94W
RWF 542-35	746 feet FNL, 2046 feet FEL NW¼NE¼, Section 35, T6S, R94W	2483 feet FNL, 441 feet FEL SE¼NE¼, Section 35, T6S, R94W
RWF 442-35	739 feet FNL, 2047 feet FEL NW¼NE¼, Section 35, T6S, R94W	2105 feet FNL, 713 feet FEL SE¼NE¼, Section 35, T6S, R94W
RWF 42-35	731 feet FNL, 2047 feet FEL NW¼NE¼, Section 35, T6S, R94W	1920 feet FNL, 257 feet FEL SE¼NE¼, Section 35, T6S, T94W
RWF 441-35	709 feet FNL, 2049 feet FEL NW¼NE¼, Section 35, T6S, T94W	969 feet FNL, 242 feet FEL NE¼NE¼, Section 35, T6S, R94W

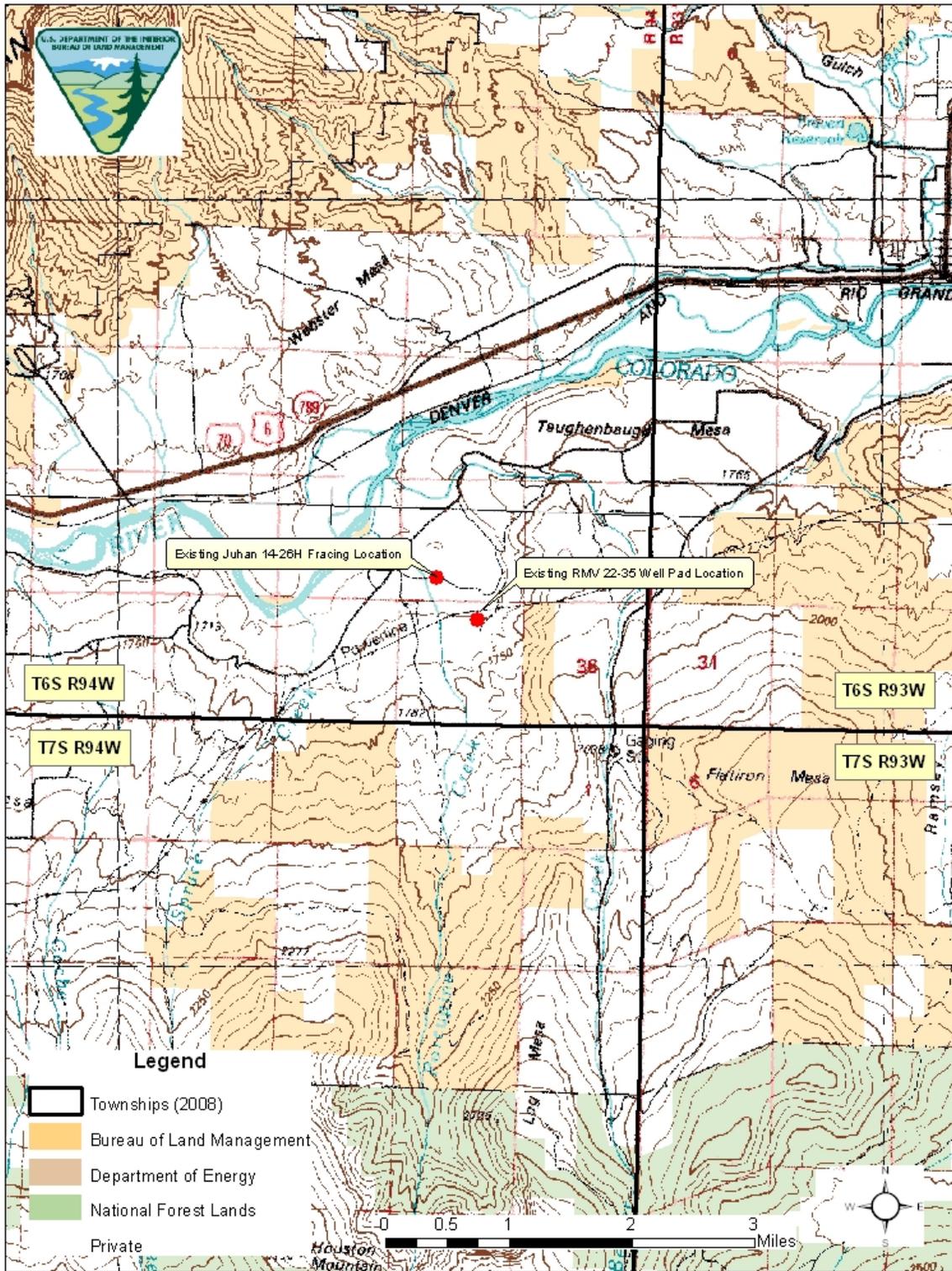


Figure 1. Existing RMV 22-35 Pad Location

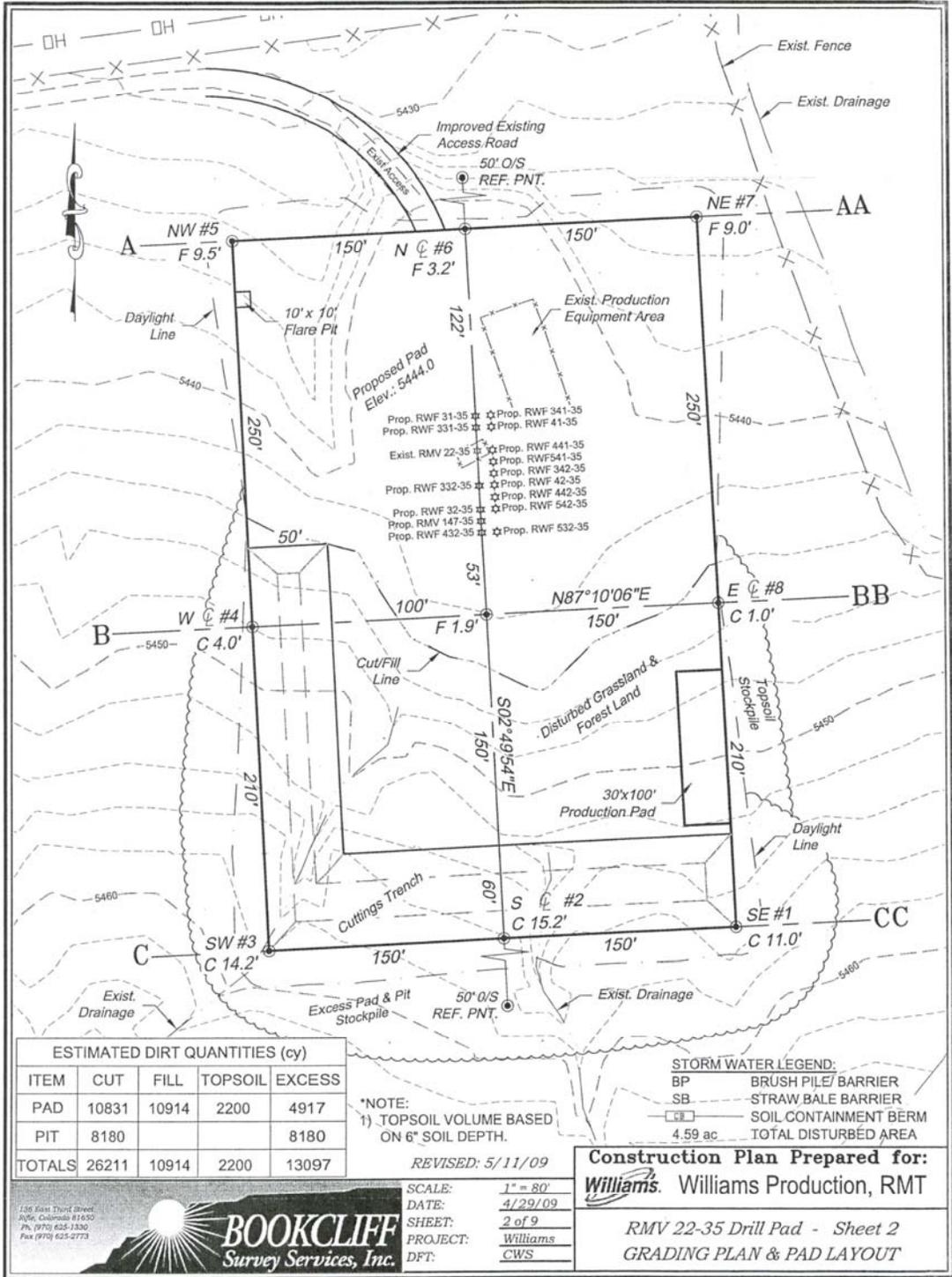


Figure 2. Pad Layout

Wells: Federal RMV 147-35, RWF 42-35, RWF 542-35,
RWF 32-35, RWF 432-35, RWF 332-35, RWF 441-35,
RWF 341-35, RWF 442-35, RWF 342-35, RWF 532-35,
RWF 41-35, RWF 541-35.
Pad: RMV 22-35
Operator: Williams Production RMT

**DOWNHOLE CONDITIONS OF APPROVAL
Applications for Permit to Drill**

Company/Operator: Williams Production RMT Company

Surface Location: NWNE, Section 35, Township 6 South, Range 94 West, 6th P.M.

<u>Well Name</u>	<u>Well No.</u>	<u>Bottomhole Location</u>	<u>Lease</u>
RWF	541-35	NENE Sec. 35, T. 6S, R. 94W.	COC07506
RWF	342-35	SENE Sec. 35, T. 6S, R. 94W.	COC07506
RWF	542-35	SENE Sec. 35, T. 6S, R. 94W.	COC07506
RWF	442-35	SENE Sec. 35, T. 6S, R. 94W.	COC07506
RWF	42-35	SENE Sec. 35, T. 6S, R. 94W.	COC07506
RWF	441-35	NENE Sec. 35, T. 6S, R. 94W.	COC07506
RWF	332-35	SWNE Sec. 35, T. 6S, R. 94W.	COC07506
RWF	32-35	SWNE Sec. 35, T. 6S, R. 94W.	COC07506
RWF	341-35	NENE Sec. 35, T. 6S, R. 94W.	COC07506
RWF	532-35	SWNE Sec. 35, T. 6S, R. 94W.	COC07506
RWF	147-35	SWNE Sec. 35, T. 6S, R. 94W.	COC07506
RWF	432-35	SWNE Sec. 35, T. 6S, R. 94W.	COC07506
RWF	41-35	NENE Sec. 35, T. 6S, R. 94W.	COC07506

1. The GSEO shall be notified 24 hours prior to (a) spudding, (b) conducting BOPE tests, and (c) running casing strings, and (d) within 24 hours after spudding. One of the following GSEO inspectors shall be notified by phone: Steve Ficklin at 970-876-9036 and/or Todd Sieber at 970-876-9044.
2. A GSEO petroleum engineer shall be contacted for a verbal approval prior to commencing remedial work, plugging operations on newly drilled boreholes, changes within the drilling plan, changes or variances to the BOPE, deviating from conditions of approval, and conducting other operations not specified within the APD. Contact Dane Geyer at 970-876-9048 (office) or 970-589-6887 (cell) for verbal approvals. As a secondary contact, William Howell shall be contacted at 970-876-9049 (office) or 970-319-5837 (cell).
3. If a well control issue arises (e.g. kick, blowout, or water flow), casing failure occurs, or an increase in bradenhead pressure occurs during fracturing operations, Dane Geyer shall be notified within 24 hours from the time of the event.
4. The BOPE shall be tested and conform to Onshore Order #2 for a 3M system.
5. A casinghead rated to 3,000 psi or greater shall be utilized.
6. An electrical/mechanical mud monitoring equipment shall be functional prior to drilling out the next shoe. As a minimum, this shall include a pit volume totalizer, stroke counter, and flow sensor.

Wells: Federal RMV 147-35, RWF 42-35, RWF 542-35,
RWF 32-35, RWF 432-35, RWF 332-35, RWF 441-35,
RWF 341-35, RWF 442-35, RWF 342-35, RWF 532-35,
RWF 41-35, RWF 541-35.
Pad: RMV 22-35
Operator: Williams Production RMT

7. Gas detecting equipment shall be installed in the mud return system, prior to drilling out the next shoe, and hydrocarbon gas shall be monitored for pore pressure changes.
8. A gas buster shall be functional and all flare lines effectively anchored in place, prior to drilling out the next shoe. The discharge of the flare lines shall be a minimum of 100 feet from the wellhead and targeted at bends. The panic line shall be a separate line (not open inside the buffer tank) and effectively anchored. All lines shall be downwind of the prevailing wind direction and directed into a flare pit, which cannot be the reserve pit. The flare system shall use an automatic ignition. Where noncombustible gas is likely or expected to be vented, the system shall be provided supplemental fuel for ignition and maintain a continuous flare.
9. Prior to commencing fracturing operations, the production casing shall be tested to the maximum anticipated surface fracture pressure and held for 15 minutes. If leak-off is found, Dane Geyer shall be notified within 24 hours of the failed test, but prior to proceeding with fracturing operations. The test shall be charted and set to a time increment as to take up no less than a quarter of the chart per test. The chart shall be submitted with the well completion report.
10. On the first well drilled on this pad, a triple combo shall be run from TD to the surface casing shoe. This log shall be in accordance with 43 CFR 3162.4(b), which states that the operator shall submit a complete set of electrical/mechanical logs in .LAS format with standard Form 3160-4, Well Completion or Recompletion Report and LOG. Please contact Karen Conrath at 970-876-9053 or karen_conrath@blm.gov for clarification.
11. As a minimum, cement shall be brought to 200 feet above the Mesaverde. Prior to commencing fracturing operations, a CBL shall be run (from TD to 200 feet above the TOC) and an electronic copy submitted to the GSEO. If the TOC is lower than required or the cement sheath of poor quality, then, within 48 hours from running the CBL and prior to commencing fracturing operations, a GSEO petroleum engineer shall be notified for further instruction.
12. Submit the (a) mud/drilling log (e.g. Pason disc), (b) driller's event log/operations summary report, (c) production test volumes, (d) directional survey, and (e) Formation Integrity Test results with the well completion report. Please contact Dane Geyer for clarification.

STANDARD SURFACE USE CONDITIONS OF APPROVAL

The following standard surface use COAs are in addition to all stipulations attached to the respective Federal leases and to any site-specific COAs for individual well pads. Wording and numbering of these COAs may differ from those included in the Federal leases. In cases of discrepancies, the following COAs supersede earlier versions.

1. Administrative Notification. The operator shall notify the BLM representative at least 48 hours prior to initiation of construction.
2. Road Construction and Maintenance. Roads shall be crowned, ditched, surfaced, drained with culverts and/or water dips, and constructed to BLM Gold Book standards. Initial gravel application shall be a minimum of 4 inches. The operator shall provide timely year-round road maintenance and cleanup on the access roads. A regular schedule for maintenance shall include, but not be limited to, blading, ditch and culvert cleaning, road surface replacement, and dust abatement. When rutting within the traveled way becomes greater than 6 inches, blading and/or gravelling shall be conducted as approved by the authorized officer.
3. Dust Abatement. The operator shall implement dust abatement measures as needed to prevent fugitive dust from vehicular traffic, equipment operations, or wind events. The authorized officer may direct the operator to change the level and type of treatment (watering or application of various dust agents, surfactants, and road surfacing material) if dust abatement measures are observed to be insufficient to prevent fugitive dust.
4. Drainage Crossings and Culverts. Construction activities at perennial, intermittent, and ephemeral drainage crossings (e.g. burying pipelines, installing culverts) shall be timed to avoid high flow conditions. Construction that disturbs any flowing stream shall utilize either a piped stream diversion or a coffer dam and pump to divert flow around the disturbed area.

Culverts at drainage crossings shall be designed and installed to pass a 25-year or greater storm event. On perennial and intermittent streams, culverts shall be designed to allow for passage of aquatic biota. The minimum culvert diameter in any installation for a drainage crossing or road drainage shall be 24 inches. Crossings of drainages deemed to be jurisdictional waters of the U.S. pursuant to Section 404 of the Clean Water Act may require additional culvert design capacity. Due to the flashy nature of area drainages and anticipated culvert maintenance, the U.S. Army Corps of Engineers (USACE) recommends designing drainage crossings for the 100-year event. Contact the USACE Colorado/Gunnison Basin Regulatory Office at 970-243-1199.

Pipelines installed beneath stream crossings shall be buried at a minimum depth of 4 feet below the channel substrate to avoid exposure by channel scour and degradation. Following burial, the channel grade and substrate composition shall be returned to pre-construction conditions.

5. Jurisdictional Waters of the U.S. The operator shall obtain appropriate permits from the U.S. Army Corps of Engineers (USACE) prior to discharging fill material into waters of the U.S. in accordance with Section 404 of the Clean Water Act. Waters of the U.S. are defined in 33 CFR Section 328.3 and may include wetlands as well as perennial, intermittent, and ephemeral streams. Permanent

impacts to waters of the U.S. may require mitigation. Contact the USACE Colorado/Gunnison Basin Regulatory Office at 970-243-1199.

6. Wetlands and Riparian Zones. The operator shall restore temporarily disturbed wetlands or riparian areas. The operator shall consult with the BLM Glenwood Springs Field Office to determine appropriate mitigation, including verification of native plant species to be used in restoration.
7. Reclamation. The goals, objectives, timelines, measures, and monitoring methods for final reclamation of oil and gas disturbances are described in Appendix I (Surface Reclamation) of the 1998 Draft Supplemental EIS (DSEIS). Specific measures to follow during interim and temporary (pre-interim) reclamation are described below.
 - a. Deadline for Temporary Seeding and Interim Reclamation. Interim reclamation to reduce a well pad to the maximum size needed for production, including seeding of the interim reclaimed areas, shall be completed within 6 months following completion of the last well planned for the pad. Reclamation, including seeding, of temporarily disturbed areas along roads and pipelines shall be completed within 30 days following completion of construction.

The deadlines for seeding described above are subject to extension upon approval of the authorized officer based on season, timing limitations, or other constraints on a case-by-case basis. If the authorized officer approves an extension for seeding, the operator may be required to stabilize the reclaimed surfaces using hydromulch, erosion matting, or other method until seeding is implemented.

- b. Topsoil Stripping, Storage, and Replacement. Topsoil shall be stripped following removal of vegetation during construction of well pads, pipelines, roads, or other surface facilities. This shall include, at a minimum, the upper 6 inches of soil. Any additional topsoil present at a site, such as indicated by color or texture, shall also be stripped. The authorized officer may specify a stripping depth during the onsite visit. The stripped topsoil shall be stored separately from subsoil or other excavated material and replaced prior to final seedbed preparation.
- c. Seedbed Preparation. For cut-and-fill slopes, initial seedbed preparation shall consist of backfilling and recontouring to achieve the configuration specified in the reclamation plan. For compacted areas, initial seedbed preparation shall include ripping to a minimum depth of 18 inches, with a maximum furrow spacing of 2 feet. Where practicable, ripping shall be conducted in two passes at perpendicular directions. Following final contouring, the backfilled or ripped surfaces shall be covered evenly with topsoil.

Final seedbed preparation shall consist of scarifying (raking or harrowing) the spread topsoil prior to seeding. If more than one season has elapsed between final seedbed preparation and seeding, and if the area is to be broadcast-seeded or hydroseeded, this step shall be repeated no more than 1 day prior to seeding to break up any crust that has formed.

Seedbed preparation is not required for topsoil storage piles or other areas of temporary seeding.

Requests for use of soil amendments, including basic product information, shall be submitted to the BLM for approval.

- d. Seed Mixes. A seed mix consistent with BLM standards in terms of species and seeding rate for the specific habitat type shall be used on all BLM lands affected by the project (see Attachments 1 and 2 of the letter provided to operators dated May 1, 2008). Note that temporary seeding allows use of a seed mix containing sterile hybrid non-native species in addition to native perennial species.

For private surfaces, the menu-based seed mixes are recommended, but the surface landowner has ultimate authority over the seed mix to be used in reclamation. The seed shall contain no noxious, prohibited, or restricted weed seeds and shall contain no more than 0.5 percent by weight of other weed seeds. Seed may contain up to 2.0 percent of "other crop" seed by weight, including the seed of other agronomic crops and native plants; however, a lower percentage of other crop seed is recommended. Seed tags or other official documentation shall be submitted to BLM at least 14 days before the date of proposed seeding for acceptance. Seed that does not meet the above criteria shall not be applied to public lands.

- e. Seeding Procedures. Seeding shall be conducted no more than 24 hours following completion of final seedbed preparation.

Where practicable, seed shall be installed by drill-seeding to a depth of 0.25 to 0.5 inch. Where drill-seeding is impracticable, seed may be installed by broadcast-seeding at twice the drill-seeding rate, followed by raking or harrowing to provide 0.25 to 0.5 inch of soil cover. Hydroseeding and hydromulching may be used in temporary seeding or in areas where drill-seeding or broadcast-seeding/raking are impracticable. Hydroseeding and hydromulching must be conducted in two separate applications to ensure adequate contact of seeds with the soil.

If interim revegetation is unsuccessful, the operator shall implement subsequent reseeding until interim reclamation standards are met. Requirements for reseeding of unsuccessful temporary seeding will be considered on a case-by-case basis.

- f. Mulch. Mulch shall be applied within 24 hours following completion of seeding. In areas of interim reclamation that used drill-seeding or broadcast-seeding/raking, mulch shall consist of crimping certified weed-free straw or certified weed-free native grass hay into the soil. Hydromulching shall be used in areas of interim reclamation where crimping is impracticable, in areas of interim reclamation that were hydroseeded, and in areas of temporary seeding regardless of seeding method.

NOTE: Mulch is not required in areas where erosion potential mandates use of a biodegradable erosion-control blanket (straw matting).

- g. Erosion Control. Cut-and-fill slopes shall be protected against erosion with the use of water bars, lateral furrows, or other measures approved by the authorized officer. Biodegradable matting, bales, or wattles of weed-free straw or weed-free native grass hay, or well-anchored fabric silt fence shall be used on cut-and-fill slopes and along drainages to protect against soil erosion. Additional BMPs shall be employed as necessary to reduce erosion and offsite transport of sediment.

a risk to migratory birds (e.g., waterfowl, shorebirds, wading birds, songbirds, and raptors) as a result of ingestion, absorption through the skin, or interference with buoyancy and temperature regulation. Regardless of the method used, it should be employed as soon as practicable after the pit has begun receiving liquids. At a minimum, the method shall be in place within 24 hours following the placement of fluids into a pit. Because of high toxicity to birds, oil slicks and oil sheens should immediately be skimmed off the surface of any pit that is not netted. The most effective way to eliminate risk to migratory birds is prompt drainage, closure, and reclamation of pits, which is strongly encouraged. All mortality or injury to species protected by the MBTA shall be reported immediately to the BLM project lead and to the USFWS representative in the BLM Field Office at 970-947-5219 and visit <http://www.fws.gov/mountain-prairie/contaminants/oilpits.htm>.

12. Birds of Conservation Concern. Pursuant to BLM Instruction Memorandum 2008-050, all surface-disturbing activities are prohibited from May 15 to July 15 to reduce impacts to Birds of Conservation Concern (BCC). An exception to this COA will be granted if nesting surveys conducted no more than one week prior to surface-disturbing activities indicate that no BCC species are nesting or otherwise present within 10 meters of the area to be disturbed. Nesting surveys shall include an aural survey for diagnostic vocalizations in conjunction with a visual survey for adults and nests. Surveys shall be conducted by a qualified breeding bird surveyor between sunrise and 10:00 AM under favorable conditions for detecting and identifying a BCC species. This provision does not apply to ongoing construction, drilling, or completion activities that are initiated prior to May 15 and continue into the 60-day period at the same location.
13. Range Management. Range improvements (fences, gates, reservoirs, pipelines, etc) shall be avoided during development of natural gas resources to the maximum extent possible. If range improvements are damaged during exploration and development, the operator will be responsible for repairing or replacing the damaged range improvements. If a new or improved access road bisects an existing livestock fence, steel frame gate(s) or a cattleguard with associated bypass gate shall be installed across the roadway to control grazing livestock.
14. Ips Beetle. To avoid mortality of pinyon pines due to infestations of the *Ips* beetle, any pinyon trees damaged during road, pad, or pipeline construction shall be chipped after being severed from the stump or grubbed from the ground, buried in the toe of fill slopes (if feasible), or cut and removed from the site within 24 hours to a location approved by the Colorado State Forest Service.
15. Paleontological Resources. All persons associated with operations under this authorization shall be informed that any objects or sites of paleontological or scientific value, such as vertebrate or scientifically important invertebrate fossils, shall not be damaged, destroyed, removed, moved, or disturbed. If in connection with operations under this authorization any of the above resources are encountered the operator shall immediately suspend all activities in the immediate vicinity of the discovery that might further disturb such materials and notify the BLM authorized officer of the findings. The discovery must be protected until notified to proceed by the BLM authorized officer.

Where feasible, the operator shall suspend ground-disturbing activities at the discovery site and immediately notify the BLM authorized officer of any finds. The BLM authorized officer will, as soon as feasible, have a BLM-permitted paleontologist check out the find and record and collect it if warranted. If ground-disturbing activities cannot be immediately suspended, the operator shall work around or set the discovery aside in a safe place to be accessed by the BLM-permitted paleontologist.

16. Cultural Education/Discovery. All persons in the area who are associated with this project shall be informed that if anyone is found disturbing historic, archaeological, or scientific resources, including collecting artifacts, the person or persons will be subject to prosecution.

Pursuant to 43 CFR 10.4(g), the BLM authorized officer shall be notified by telephone, with written confirmation, immediately upon the discovery of human remains, funerary items, sacred objects, or objects of cultural patrimony. Further, pursuant to 43 CFR 10.4 (c) and (d), activities shall stop in the vicinity of the discovery, and the discovery shall be protected for 30 days or until notified by the BLM authorized officer to proceed.

If in connection with operations under this contract, the operator, its contractors, their subcontractors, or the employees of any of them discovers, encounters, or becomes aware of any objects or sites of cultural value or scientific interest such as historic ruins or prehistoric ruins, graves or grave markers, fossils, or artifacts, the operator shall immediately suspend all operations in the vicinity of the cultural resource and shall notify the BLM authorized officer of the findings (16 USC 470h-3, 36 CFR 800.112). Operations may resume at the discovery site upon receipt of written instructions and authorization by the BLM authorized officer. Approval to proceed will be based upon evaluation of the resource. Evaluation shall be by a qualified professional selected by the BLM authorized officer from a Federal agency insofar as practicable. When not practicable, the operator shall bear the cost of the services of a non-Federal professional.

Within five working days, the BLM authorized officer will inform the operator as to:

- whether the materials appear eligible for the National Register of Historic Places
- what mitigation measures the holder will likely have to undertake before the site can be used (assuming that *in-situ* preservation is not necessary)
- the timeframe for the BLM authorized officer to complete an expedited review under 36 CFR 800.11, or any agreements in lieu thereof, to confirm through the SHPO State Historic Preservation Officer that the findings of the BLM authorized officer are correct and that mitigation is appropriate

The operator may relocate activities to avoid the expense of mitigation and delays associated with this process, as long as the new area has been appropriately cleared of resources and the exposed materials are recorded and stabilized. Otherwise, the operator shall be responsible for mitigation costs. The BLM authorized officer will provide technical and procedural guidelines for relocation and/or to conduct mitigation. Upon verification from the BLM authorized officer that the required mitigation has been completed, the operator will be allowed to resume construction.

Antiquities, historic ruins, prehistoric ruins, and other cultural or paleontological objects of scientific interest that are outside the authorization boundaries but potentially affected, either directly or indirectly, by the proposed action shall also be included in this evaluation or mitigation. Impacts that occur to such resources as a result of the authorized activities shall be mitigated at the operator's cost, including the cost of consultation with Native American groups.

Any person who, without a permit, injures, destroys, excavates, appropriates or removes any historic or prehistoric ruin, artifact, object of antiquity, Native American remains, Native American cultural item, or archaeological resources on public lands is subject to arrest and penalty of law (16 USC 433, 16 USC 470, 18 USC 641, 18 USC 1170, and 18 USC 1361).

17. Visual Resources. All applications for permit to drill (APDs) shall include a detailed, site-specific description outlining how the proposed action will meet the VRM Class of the area where the action is proposed. The specific location of the proposed action, including pads, roads, and pipelines, shall be shown on a map and shall include associated cut-and-fill data (location, horizontal and vertical extent, slope length, and steepness).

Production facilities shall be placed to avoid or minimize visibility from travel corridors, residential areas, and other sensitive observation points—unless directed otherwise by the authorized officer due to other resource concerns—and shall be placed as indicated on the plats attached to the APD, unless an alternative placement is approved by the authorized officer.]

To the extent practicable, existing vegetation shall be preserved when clearing and grading for pads, roads, and pipelines. The authorized officer may direct that cleared trees and rocks be salvaged and redistributed over reshaped cut-and-fill slopes or along linear features.

Above-ground facilities shall be painted a natural color selected to minimize contrast with adjacent vegetation or rock outcrops. The color shall be specified by the BLM and attached as a COA to individual APDs.

18. Frac Surface Line Monitoring. The operator and its well completion subcontractors shall (a) develop and implement a procedure that would identify any loss of pressure on their surface frac lines, and (b) develop and implement a spill containment protocol should such an event occur.
19. VOC Emission Controls. VOC combustors or equivalent VOC emission controls shall be employed on all pads on BLM land or accessing Federal minerals.

SITE-SPECIFIC COAS APPLICABLE TO:

RMV 22-35 Pad and Federal wells RMV 147-35, RWF 42-35, RWF 542-35, RWF 32-35, RWF 432-35, RWF 332-35, RWF 441-35, RWF 341-35, RWF 442-35, RWF 342-35, RWF 532-35, RWF 41-35, and RWF 541-35

The following site-specific surface use COAs are in addition to the standard COAs applicable to all wells within the **DOI-BLM-CO-NO40-2010-0101 SCX** and all stipulations attached to the respective Federal leases.

1. Stormwater Controls. Once road and/or pipeline construction has commenced, the operator shall implement appropriate storm water practices to prevent erosion or sediment transport via surface water from the construction area during the ongoing construction period and also during periods when construction has ceased but is not yet completed (e.g., winter timing limitation periods).

Wells: Federal RMV 147-35, RWF 42-35, RWF 542-35,
RWF 32-35, RWF 432-35, RWF 332-35, RWF 441-35,
RWF 341-35, RWF 442-35, RWF 342-35, RWF 532-35,
RWF 41-35, RWF 541-35.
Pad: RMV 22-35
Operator: Williams Production RMT

2. Facility Placement. Size and placement of surface facilities (separators and storage tank battery) shall be determined by BLM and Noble personnel after the pad has been constructed.
4. Visual Resources. Above-ground Federal facilities shall be painted either Yuma Green (5Y 3/1) or Shale Green (5Y 4/2) to minimize contrast with adjacent vegetation or rock outcrops. We recommend that the private facilities be painted the same color.
5. Visual Resource Mitigation. To limit and mitigate the visual disturbance of the pad construction, the slash generated during the tree and brush clearing shall be chipped or hydro-axed prior to topsoil segregation. Tree stumps shall be scattered and buried along edge of construction area. Large boulders generated during construction shall also be randomly placed and bedded against fill slopes to provide texture variation and darker earth colors. Vegetation at the toe of fill slope shall remain intact to provide screening of the fill slope.
6. Topsoil Management. A minimum of 6 inches of topsoil (with maximum of 12" depth if topsoil is available) shall be stripped from the construction area and windrowed along the edges of construction area. Topsoil berms shall be promptly seeded to maintain soil microbe health, reduce erosion, and prevent weed establishment.
7. Revised Reclamation Policy. BLM Glenwood Springs Field Office (GSFO) Reclamation Policy, including the Letter outlining Revisions to GSFO Revegetation Requirements (dated May 1, 2008) shall be referenced and implemented for reclamation procedures related to interim and final reclamation measures related to this pad.
8. Drainage Avoidance. The operator shall avoid any cuts or fills that impact the drainage immediately east of the pad site.
9. Frac Line Placement. The operator shall lay the surface frac line across Porcupine Creek in a manner that keeps it out of the creek channel, avoiding the possibility of pipeline rupture in the event of a bankful flow event.