

## RECORD OF PROCEEDINGS

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July 28, 2014

The Colorado Oil and Gas Conservation Commission (“COGCC”) met on July 28th, 2014, at the Weld County Administration Building, Events Center, 1150 “O” Street, Greeley, CO 80631.

### **Monday, July 28, 2014 - Roll Call of Commissioners:**

Present:

Tom Compton	Chairman
Andrew Spielman	Vice-Chairman
Richard D. Alward	Commissioner
Mike King	Commissioner
Bill Hawkins	Commissioner
John Benton	Commissioner
Tommy Holton	Commissioner
Matt Lepore	Director
Jake Matter	Assistant Attorney General
Robert J. Frick	Hearings Manager

Absent:

Deann Craig	Commissioner
Larry Wolk	Commissioner

### **Approval of Proceedings:**

Commissioner Alward requested clarification in the minutes that he took no part in the discussion of and did not vote on Docket No. 1404-SP-2056. He also noted that he did not both make the motion and approve it unanimously for Docket No. 1406-OV-45.

Commissioner Benton made a motion to approve the minutes from the June 17, 2014 hearing with the understanding that Commissioner Alward’s corrections would be made. The motion was seconded by Commissioner Alward and approved unanimously.

### **DNR Executive Director’s Report:**

DNR Director King noted the following:

- 1) Happy to see everyone here for public comment, which will only become increasingly important in this contentious area.
- 2) DNR continues to push forward with our state water plan and a draft is due to the Governor later this year. The Department is having an honest and candid discussion about water, which is difficult because there are many divergent interests, similar to oil and gas.
- 3) DNR has also consolidated offices and improved the integration of how we manage our natural resources because each resource impacts the others. Successful integration requires day-to-day interaction between agencies within the Department.

## RECORD OF PROCEEDINGS

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- 4) Endangered Species Act and the number of species that are up for a determination. The BLM committed to have determinations on species listed by December 2015. Those listing decisions have potential to have huge impacts on Colorado. We believe that species protection is best done at the state level. Unfortunately, a good part of the management of wildlife will be done through the courts in the near future. Lisa Reynolds, a prominent wildlife attorney working in DNR, will be devoted full-time to these issues.

### **Director's Report:**

COGCC Director Lepore noted the following:

- 1) Pleased to see public interest in the Commission's business.
- 2) Greeley earthquakes led the COGCC to scrutinize injection well disposal. Stuart Ellsworth, the COGCC's Engineering Manager, will address the Commission's response and lessons learned shortly.
- 3) The COGCC has a new Permitting Supervisor, Barbara Westerdale, and a new Oil and Gas Location Supervisor, John Noto.
- 4) The Commission will need to undertake a rulemaking to implement the changes to the Act regarding enforcement processes and penalties. We will hold the first stakeholder meeting around the 15<sup>th</sup> of August. The report to the Governor in December 2013 outlines the Commission's starting point for this rulemaking. We will probably hold the rulemaking hearing in December due to being in Durango for the October meeting.

### **Seismicity Report**

Stuart Ellsworth, COGCC Engineering Manager, updated the Commission on "Underground Injection Control (UIC) Seismicity for the C4A Well." The well was drilled in December of 2012, the UIC permit was approved in March 2013, and injection began April 2013. Underground injection is an authority delegated to the state of Colorado by the EPA for Class II Wells. The C4A Well is a Class II Well and only injects oil and gas waste.

There was a 3.2 magnitude event on May 31, 2014 and a 2.6 magnitude event on June 23, 2014. The University of Colorado's geophysical department deployed several monitors nearby. The COGCC took precautionary measures and directed the operator to shut-in the C4A Well for 20 days. During this time, COGCC staff reviewed the well records and found that an area 400 feet down was highly fractured from a high drill rate and there were also lost circulation zones where the drilling fluid was accepted very easily. The operator cemented the bottom 400 feet and ran a spinner survey. After they cemented back the hole, it was a more evenly distributed flow and the bottom of the hole was accepting in the range of 10%.

Using the USGS monitors, the average magnitude in this area ranges from 1.7 to 3.2. The American Exploration and Production Council and Society of Mechanical Engineers have developed a Risk Management Plan for wells and seismic activity. We've used this as a framework for the C4A Well and all other UIC wells based on several different risk factors. Using this framework, we have allowed injection to resume at the C4A Well at 5,000 barrels of water per day (BWPD) with a maximum injection pressure of 1,512 psi for 20 days. If there is no 2.5 magnitude event within 2.5 miles for these 20 days, the operator may increase to 7,500 BWPD at 1,512 psi for 20 days. If there is no seismic activity after these 40 days, the operator may request an increased injection rate.

## RECORD OF PROCEEDINGS

---

Chairman Compton asked whether the policies have changed for UIC permit applications. Mr. Ellsworth went over the permit process outlined in Rule 325, which requires: 1) publication of notice in a local newspaper; 2) a 30-day comment period; 3) written notice to surface and mineral owners within a quarter mile; and 4) the permit undergoes a well construction review, aquifer review, seismicity review, and testing for water quality of disposal formation. Going forward, the COGCC will now review the drilling records for drilling breaks, lost circulation zones, rate of penetration curves, as well as request a transient test to determine injection rates and permeability, and a static water level measurement. The COGCC will also work towards incorporating the risk model as a policy on all UIC wells.

Commissioner Spielman asked whether the COGCC has used the AXPC Risk Management Plan before and whether other states have used it. Mr. Ellsworth pointed out that it was introduced to him at the Groundwater Protection Council and other states are moving towards using it; however, no state is currently using it as a regulatory requirement. Commissioner Hawkins asked what type of testing was done on the well. Mr. Ellsworth responded that we require a fracture gradient test for all UIC wells and stipulate on the permits that injection is limited by that pressure. Commissioner Hawkins asked about the volume limit placed on the injection. Mr. Ellsworth responded that our permits require a volume limitation within a certain radius around the well.

### **Public Comments:**

## RECORD OF PROCEEDINGS

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- 1) Travis Schantz – Greeley resident and parent of Frontier Elementary School student with many concerns regarding the South Greeley Directional Location, which initially proposed 67 wells 476 feet from playground. Although the current request is for 19 wells and 20 tanks, this is still unreasonable. In the last six months, there have been six oil and gas related fires and blowouts. If a blowout happens like the one in Windsor, many people will be in danger. Is this a risk we are willing to take? Please consider the people living around these areas as well as operator convenience.
- 2) Fred Cleaver – Greeley resident. There's a lot of conversation about property rights. As you take the property of those who did not choose to be pooled, you should consider why those people chose that option. When granted these orders, companies should be required to provide not only financial statements, but other information about operations such as chemicals used, work-place injuries, and spills/releases.
- 3) Wendy Highby – Greeley resident. I want to direct you to the Risk-Based Inspection Report on the COGCC website. This state agency is trying to improving inspections with limited resources. I have drafted a new Memorandum of Understanding between the agency and the City of Greeley. The current MOU does not adequately balance interests and protect our children.
- 4) Randee Webb – Aurora resident, but what happens in Greeley is important to me because Aurora council members look to Greeley as an example. Aurora is relying on the COGCC to stick to the rules without granting any exception for oil and gas locations.
- 5) Angela Kirkpatrick – Greeley resident concerned about health impacts of hydraulic fracturing in Greeley. The Statement of Basis and Purpose for the Setback Rulemaking states that these Rules were not intended to address health impacts and data gaps warrant further study. It is irresponsible to allow drilling without knowing whether it is safe. Based on the lack of health studies, I request that you deny the South Greeley Directional Project.
- 6) Sue Mullins – Loveland resident concerned about the rejection of recent health impact studies as flawed. I don't understand why a noted scientist has published on the health impacts of oil and gas operations is disregarded or why Coloradoans are different than citizens in other states. We just want time to look at the facts.
- 7) Bob Massaro – Loveland resident. The mission statement of the COGCC requires the responsible development of oil and gas and protection of mineral rights owners. The mission should be the protection of the public health, safety, and welfare. You should request legislative change and gain the authority to act as an oversight commission.
- 8) Sarah MacQuiddy – President of Greeley Chamber of Commerce. We have helped take a lead on a program called Energy Proud, which is a group of citizens who are supporting our local energy development and focuses on an information-sharing. Weld County is an epicenter for this new energy development and it brings the community much support. Retail, business, and restaurants are booming.
- 9) Bill Meier – Weld County resident. I'm an employee of National Power Electric, which provides electricity to many oil and gas operations, a Community Affairs Representative, and the President of the Carbon Valley Chamber of Commerce. In these roles, I have had the opportunity to visit with community members, business interests, and leaders. I would like to echo the comments of Sarah MacQuiddy. Six wells were drilled within 600 feet of my house and I have to commend the industry on how quickly operations proceeded.
- 10) Margaret Schultz - Weld county resident. I am concerned about proposed site and the number of wells proposed at that site. The environmental impact is going to be large.
- 11) Fred Fanganello – Littleton resident, but I have developed low income housing in Greeley, including three buildings within 360 feet of wells. I was never notified of this process, because I am past 350 feet; however, the law has changed to 500 feet. 250 people live in

## RECORD OF PROCEEDINGS

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- these three buildings. The Commission needs look at the setback requirements in conjunction with density.
- 12) Lauren Swain – Denver resident. We are asking you to make a good faith effort to deny the permit for drilling near Front Range Elementary. You are well aware of the hazards and risks. Other communities will be looking at this as an example. Oil and gas is exempt from several federal statutes and the state's regulations have been inadequate.
  - 13) Wes Wilson – Denver resident and former EPA employee. You saw Stuart Ellsworth speaking eloquently about managing risk with injection wells. In contrast, when the McKenzie study on birth defects from oil and gas operations was published, what was the state's response to this study? It was dismissed and there was no further investigation. Where is your staff expertise for medical impacts? It is within the Commission's power to get the expertise regarding environmental toxicology on COGCC staff.
  - 14) Tannis Bator – Greeley resident. As we speak, there are planes flying over Greeley and measuring methane in the air. Hydraulic fracturing uses a lot of water – are you requiring companies to recycle water? There is truck traffic, noise, and spills/releases. What increased measures are you looking at for densely populated areas?
  - 15) Phil Doe – Littleton resident and Environmental Director of Be the Change Colorado. I would like to call your attention to the record on the Longmont case in the Boulder court. Top Operating has 10 wells in Longmont that leaked into groundwater for years. Injection wells use water that is needed for public use. It belongs to the public under the state Constitution, not oil and gas interests. Consider the future – we are destroying our groundwater in this state by allowing the oil and gas industry to pollute it.
  - 16) Conny Jensen – Greeley resident. Sarah MacQuiddy said that drilling is great for the economics of this area. I'm a grandmother of a future student of Front Range Elementary. He lives a quarter of a mile away from a Noble site and I can smell petroleum fumes from his house.
  - 17) Kristina Bane – Greeley resident and mineral owner. My family has been given several lousy options – can lease or be forced pooled and exposed to potential liabilities. I'm dismayed that the state and city isn't notifying the people most impacted before these operations take place. City emergency response should be up to the task. My impression is that without pressure from grassroots organizations, nothing would get done.
  - 18) Sara Barwinski – Greeley resident who lives about 750 feet from a drill site. The COGCC needs to pay attention to the size and location of the oil and gas operations. I was impressed with the response I got from the COGCC, especially the time Director Lepore gave me; however, I learned that industry-created rules limit the agency. I am aware of an operator which purchased property farther away and was still able to access two-thirds of the minerals. Rule 604.c. should be interpreted to require operations as far as possible from schools and wells approved under the old setback rules should be reexamined.
  - 19) Robert Winkler – Greeley resident. There are things that all people have a right to use – including the commons and things held in trust for us by the government. Democratic governments should be responsible to the citizens. Our health, air, and water quality impacts are being ignored. Please enact the regulations that are necessary to protect the commons.
  - 20) Rachel Gilbert – Greeley resident. Because Weld County is producing the majority of oil and gas, I wish hearings were here the majority of the time. High density wells in the middle of town should not be treated the same based on the types of structures being used. The mobility of residents of hospitals, schools, and nursing homes are more limited. We should have stricter rules for sites with closer proximity to those types of residents.
  - 21) Anita Comer – Johnstown resident. Nothing is more important for the state than environmental and public health. Areas with wells have worse air quality than those without

## RECORD OF PROCEEDINGS

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- wells. I am also a mineral owner and would like to save these minerals for my grandchildren. Jobs are fleeting and as a business owner, the landscape for doing business in this community has changed.
- 22) Leah Bookman – Greeley resident who lives 1.5 miles from the Midtown Directional Project. As a mineral rights owner, I am forced to lease my minerals or be force pooled. In addition, the Commission has not taken into account the environmental and public health impacts of oil and gas operations. With increasing wells, the possibility of an accident is also increasing. I am also concerned about what will happen after this current oil and gas boom ends.
- 23) Hollis Berendt – 350 parts per million is a safe level to have in the atmosphere. We are currently at 400 parts per million and heading towards disaster. We have the ability to reduce fossil fuel use, but money seems to be more of a force than our future.
- 24) Trisha Golding – Greeley resident and a parent of a Frontier Academy student representing the Frontier Parent Group. After public outcry, a new location assessment has been resubmitted, but it does not solve the health and safety risks and it created additional problems by moving operations closer to businesses and residences. This is not an appropriate location for 19 wells and 20 tanks. The Frontier Parent Group requests that the COGCC enforces their rule that locations should be as far as possible from schools. Please deny the South Greeley Directional Location.
- 25) Carl Erikson – Greeley resident and mineral owner. I believe that the commodity I own will someday be able to be extracted without any environmental and public health impacts. Force pooling does not allow me to do this. The Colorado Constitution states in Art. II Section 15 that any private property taken for allegedly public use requires a judicial determination that the use is public. The Colorado Oil and Gas Conservation Act is contrary to this constitutional requirement.
- 26) Dan Barwinski – Greeley resident who lives 750 feet from an oil and gas site. I was shocked to discover that Greeley has worse air quality than Denver. The Commission's mission statement requires the COGCC to protect public health, welfare, safety, and the environment. There needs to be a balance in this development. Please take steps that demonstrate you have heard us.
- 27) Gene Morton – Greeley resident. I have been a respiratory expert for 32 years and have seen asthma conditions and deaths increase throughout the nation. Asthma is triggered primarily by external causes. No matter how well they monitor the wells or mitigate the dust, the risk is going to be there.
- 28) Therese Gilbert – Greeley resident and mineral owner. May 31, 2014 was the date that this Commission issued a Form 2A permit. It was a fateful day. The Midtown Project also does not make sense. My group, Weld Air and Water, has spent hours canvassing the neighborhoods and we provide a translations of the directions of how to access the COGCC website to make a comment. The same mitigation measures are not practiced around low-income housing.
- 29) Lloyd Worley – Greeley resident. The Commission is comprised of all white males. Where are Colorado women, Native Americans, or people of color? This is not a representative body. Please make it more representational.
- 30) Vicky J. Anderson – Greeley resident. Oil and gas operations should not be located in flood areas. Emergencies and disasters are happening all over. State vs. local control issues need to be made clearer.
- 31) Donald Wickstrom – Logan County resident and mineral owner in Weld County. These mineral rights could be pooled in the future. I can't change my lease even with the changes that have happened in the marketplace. If you can do pooling and change my lease, why can't I make these changes? It is my understanding that the Commission is approving new

## RECORD OF PROCEEDINGS

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- leases without the leaseholders being heard. Think about your reaction if these were your minerals and you made a contract.
- 32) Anne Curry – Greeley resident and property owner. I appreciate being able to give this public comment. We have been represented as emotional Greeley residents. But we have people who are already sick and reputable science – what does it take? When you're taking about 30% increases in birth defects, I don't know what else to say.
  - 33) Patricia Dunn – Aurora resident. I recommend that you do not approve exemptions to setbacks. In Oklahoma, earthquakes are increasing from a couple to hundreds. Now Greeley will be receiving Aurora's flowback water and I hope it will be carefully monitored.
  - 34) Hayley Porter – We should be focusing the energy from fracking to something more sustainable. We know that there are problems with it so we should move towards that sooner rather than later.
  - 35) Rod Brueske – Longmont resident. I would like to pay tribute to the veterans who have fought to protect liberty and democracy. I would like to turn to the enforcement of patterns of violations. Under the Act, if an operator has demonstrated a pattern of violations, an operator should not be able to operate in the state. This has not been the case. I am asking that there be an external grand jury investigation into the Colorado Attorney General's Office, CDPHE, and COGCC.
  - 36) Sharon Montes – Family physician in Loveland, CO. I have held myself to a "do no harm" standard as a physician. I would ask that you hold yourself to that same standard. In the process of deciding how to vote in the recent election, I reviewed the science and the lack of proof of harm does not equal safety. Use your positions to serve public health and safety as well as economic health.
  - 37) Natalie Mash – Greeley resident and registered nurse. There are a lot of peer-reviewed publications demonstrating dangers from declining air quality. The American Nurse's Association's stance on oil and gas is to require additional data and adhere to the precautionary principle. A setback from schools seems a reasonable step in the right direction.
  - 38) Barbara Mills – Lakewood resident and President of Be the Change. 95% of the speakers today have pointed out negative aspects of the oil and gas industry. Those that spoke in favor were from chambers of commerce.
  - 39) J.D. Ruybal – Windsor resident. We've lost confidence in our boards and commissions. Right now Windsor is in the business of selling water. I'm advocating for more community rights, because we aren't being represented.
  - 40) Cynthia Bargell – Board member with the National Association of Royalty Owners (NARO) and private counsel. I am representing the private mineral owners. In 1998, there were 5 to 10 force pooling hearings with 2 to 3 nonconsenting owners. There has been an exponential growth in these proceedings. The Mineral Resources application is a good indicator of what you will be seeing in the near future. I also think what you heard today from Mr. Wickstrom echoes what a lot of mineral owners feel who have negotiated leases. Section 116(6) states that force pooling may only be done in the absence of a voluntary agreement to pool. I realize you are looking at older leases, but it needs to be consistent. In addition, as we look at the URUs in October, I would ask that there is an opportunity to speak.
  - 41) Bill Jerke – La Salle resident. I served in the legislature years ago as Chair of the House Agricultural Committee. Since that time, I've served as a county commissioner in Weld County. I can't begin to respond to everything that's been said this morning from more of a "pro side" and commend you for the job that you do. Oil and gas makes up the majority of income of agricultural interests in Weld County. I own both agricultural and urban interests.

### **Consent Agenda**

## RECORD OF PROCEEDINGS

---

With 88 matters listed for the Consent Agenda, Chairman Compton suggested that, in the interest of time, the Commission consider the all matters on the Consent Agenda as a single group (not including the Enforcement Group).

Hearings Manager Robert Frick noted that 1407-UP-198 was removed from the Consent Agenda, because parties submitted 510 statements. Mr. Frick also noted that for 1407-UP-199, the parties have reached a stipulation, which does not affect the Application.

Commissioner Alward recused himself from discussing or voting on Groups A and S.

Commissioner Holton moved to approve the Consent Agenda (except the Enforcement Group, 1407-UP-198, and Groups A and S, which were voted on separately with Commissioner Alward recused), as recommended by staff, as follows:

### **Group B**

Docket No. 1407-SP-2083, Unnamed Field, Arapahoe County

Applicant: ConocoPhillips Company  
Attorneys: Jamie L. Jost & Joseph M. Evers

Subject: Request for an order to among other things: 1) vacate two approximate 640-acre drilling and spacing units established by Order No. 535-97 for Sections 17 and 18, Township 4 South, Range 65 West, 6th P.M; and 2) establish an approximate 1280-acre exploratory drilling and spacing unit for the Application Lands, for the production of oil, gas, and associated hydrocarbons from the Niobrara Formation.

Docket No. 1407-SP-2084, Unnamed Field, Adams County

Applicant: ConocoPhillips Company  
Attorneys: Jamie L. Jost & Joseph M. Evers

Subject: Request for an order to among other things: 1) vacate two approximate 640-acre drilling and spacing units established by Order No. 535-89 for Sections 13 and 14, Township 3 South, Range 65 West, 6th P.M.; and 2) establish an approximate 1280-acre exploratory drilling and spacing unit for the Application Lands, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation.

Docket No. 1407-SP-2085, Unnamed Field, Adams County

Applicant: ConocoPhillips Company  
Attorneys: Jamie L. Jost & Joseph M. Evers

Subject: Request for an order to among other things: 1) vacate two approximate 640-acre drilling and spacing units established by Order No. 535-89 for Sections 16 and 17, Township 3 South, Range 65 West, 6th P.M.; and 2) establish an approximate 1280-acre exploratory drilling and spacing unit for the Application Lands, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation.

Docket No. 1407-SP-2086, Unnamed Field, Adams County

Applicant: ConocoPhillips Company  
Attorneys: Jamie L. Jost & Joseph M. Evers

## RECORD OF PROCEEDINGS

---

Subject: Request for an order to among other things: 1) Vacate two approximate 640-acre drilling and spacing units established by Order No. 535-89 for Sections 22 and 23, Township 3 South, Range 65 West, 6th P.M.; 2) Establish an approximate 1280-acre exploratory drilling and spacing unit for the Application Lands, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation.

Docket No. 1407-SP-2087, Unnamed Field, Arapahoe County

Applicant: ConocoPhillips Company  
Attorneys: Jamie L. Jost & Joseph M. Evers

Subject: Request for an order to among other things: 1) Establish an approximate 960-acre exploratory drilling and spacing unit for the Application Lands, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation; 2) Approve up to two horizontal wells within the unit.

### **Group C**

Docket No. 1407-SP-2088, Unnamed Field, Douglas & Elbert Counties

Applicant: ConocoPhillips Company  
Attorneys: Jamie L. Jost & Joseph M. Evers

Subject: Request for an order to among other things: 1) Establish an approximate 640-acre exploratory drilling and spacing unit for the Application Lands, for the production of oil, gas, and associated hydrocarbons from the Niobrara Formation; 2) Approve one horizontal well within the unit.

Docket No. 1407-SP-2089, Unnamed Field, Arapahoe County

Applicant: ConocoPhillips Company  
Attorneys: Jamie L. Jost & Joseph M. Evers

Subject: Request for an order to among other things: 1) Vacate an approximate 640-acre drilling and spacing unit established by Order No. 535-246 for Section 8, Township 4 South, Range 63 West, 6th P.M.; 2) Establish an exploratory 1280-acre drilling and spacing unit for the Application Lands, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation; 3) Approve up to two horizontal wells within the unit.

Docket No. 1407-SP-2090, Unnamed Field, Arapahoe County

Applicant: ConocoPhillips Company  
Attorneys: Jamie L. Jost & Joseph M. Evers

Subject: Request for an order to among other things: 1) Vacate an approximate 640-acre drilling and spacing unit established by Order No. 535-244 for Section 24, Township 4 South, Range 64 West, 6th P.M. 2) Establish an approximate 1280-acre exploratory drilling and spacing unit for the Application Lands, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation; 3) Approve up to two horizontal wells within the unit.

Docket No. 1407-SP-2091, Unnamed Field, Arapahoe County

Applicant: ConocoPhillips Company

## RECORD OF PROCEEDINGS

---

Attorneys: Jamie L. Jost & Joseph M. Evers

Subject: Request for an order to among other things: 1) Vacate an approximate 640-acre drilling and spacing unit established by Order No. 535-97 for Section 6, Township 4 South, Range 65 West, 6th P.M.; 2) Establish an approximate 1280-acre exploratory drilling and spacing unit for the Application Lands, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation; 3) Approve up to two horizontal wells within the unit.

Docket No. 1407-SP-2092, Unnamed Field, Arapahoe County

Applicant: ConocoPhillips Company  
Attorneys: Jamie L. Jost & Joseph M. Evers

Subject: Request for an order to among other things: 1) Vacate two approximate 640-acre drilling and spacing units established by Order No. 535-97 for Sections 5 and 6, Township 4 South, Range 64 West, 6th P.M.; 2) Establish an approximate 1280-acre exploratory drilling and spacing unit for the Application Lands, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation; 3) Approve up to two horizontal wells within the unit.

### **Group D**

Docket No. 1407-AW-16, Unnamed Field, Jackson County

Applicant: EE3 LLC  
Attorneys: Robert A. Willis & Jillian Fulcher

Subject: Request for an order to among other things: Approve two additional horizontal wells, for a total of up to three horizontal wells, within an approximate 640-acre drilling and spacing unit established by Order No. 531-12 for the Application Lands for the production of oil, gas and associated hydrocarbons from the Niobrara Formation.

Docket No. 1407-SP-2077, Wattenberg Field, Weld County

Applicant: Bill Barrett Corporation  
Attorneys: Robert A. Willis & Jillian Fulcher

Subject: Request for an order to among other things: 1) Vacate two approximate 640-acre drilling and spacing units established by Order Nos. 407-779 and 535-4 for Sections 35 and 36, Township 5 North, Range 61 West, 6th P.M.; 2) Establish an approximate 1280-acre drilling and spacing unit for the Application Lands, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation, and approve up to 16 horizontal wells within the unit, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation.

Docket No. 1407-SP-2093, Unnamed Field, Jackson County

Applicant: EE3 LLC  
Attorneys: Robert A. Willis & Jillian Fulcher

Subject: Request for an order to among other things: 1) Establish an approximate 640-acre drilling and spacing unit for the Application Lands, and approve up to three horizontal wells within the unit, for the production of oil, gas and associated hydrocarbons from the

## RECORD OF PROCEEDINGS

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Niobrara Formation; 2) Establish an approximate 640-acre drilling and spacing unit for the Application Lands, and approve up to three horizontal wells within the unit, for the production of oil, gas and associated hydrocarbons from the Frontier Formation.

Docket No. 1407-SP-2095, Unnamed Field, Jackson County

Applicant: EE3 LLC  
Attorneys: Robert A. Willis & Jillian Fulcher

Subject: Request for an order to among other things: 1) Establish an approximate 640-acre drilling and spacing unit for the Application Lands, and approve up to three horizontal wells within the unit, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation; 2) Establish an approximate 640-acre drilling and spacing unit for the Application Lands, and approve up to three horizontal wells within the unit, for the production of oil, gas and associated hydrocarbons from the Frontier Formation.

Docket No. 1407-SP-2096, Unnamed Field, Jackson County

Applicant: EE3 LLC  
Attorneys: Robert A. Willis & Jillian Fulcher

Subject: Request for an order to among other things: 1) Establish an approximate 640-acre drilling and spacing unit for the Application Lands, and approve up to three horizontal wells within the unit, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation; 2) Establish an approximate 640-acre drilling and spacing unit for the Application Lands, and approve up to three horizontal wells within the unit, for the production of oil, gas and associated hydrocarbons from the Frontier Formation.

### **Group E**

Docket No. 1406-UP-184, Wattenberg Field, Weld County

Applicant: Kerr-McGee Oil & Gas Onshore LP  
Attorneys: Robert A. Willis & Jillian Fulcher

Subject: Request for an order to among other things: Pool all interests in eight approximate 200-acre to 640-acre horizontal wellbore spacing units established for the Application Lands, effective as of the date of the Amended Application.

Docket No. 1407-UP-206, Wattenberg Field, Weld County

Applicant: Kerr-McGee Oil & Gas Onshore LP  
Attorneys: Robert A. Willis & Jillian Fulcher

Subject: Request for an order to among other things: Pool all interests, including, but not limited to, any nonconsenting interests and leased mineral interests, in an approximate 400-acre wellbore spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation, effective as of the date of the Application.

Docket No. 1407-UP-214, Wattenberg Field, Weld County

Applicant: Kerr-McGee Oil & Gas Onshore LP  
Attorneys: Robert A. Willis & Jillian Fulcher

## RECORD OF PROCEEDINGS

---

Subject: Request for an order to among other things: Pool all interests, including, but not limited to, any nonconsenting interests and leased mineral interests, in an approximate 480-acre wellbore spacing unit established for the Application Lands, for the development and operation of the Codell Formation, effective as of the date of the Application.

Docket No. 1407-UP-215, Wattenberg Field, Weld County

Applicant: Kerr-McGee Oil & Gas Onshore LP  
Attorneys: Robert A. Willis & Jillian Fulcher

Subject: Request for an order to among other things: Pool all interests, including, but not limited to, any nonconsenting interests and leased mineral interests, in an approximate 480-acre wellbore spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation, effective as of the date of the Application.

Docket No. 1407-UP-216, Wattenberg Field, Weld County

Applicant: Kerr-McGee Oil & Gas Onshore LP  
Attorneys: Robert A. Willis & Jillian Fulcher

Subject: Request for an order to among other things: Pool all interests, including, but not limited to, any nonconsenting interests and leased mineral interests, in an approximate 240-acre wellbore spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation, effective as of the date of the Application.

Docket No. 1407-UP-217, Wattenberg Field, Weld County

Applicant: Kerr-McGee Oil & Gas Onshore LP  
Attorneys: Robert A. Willis & Jillian Fulcher

Subject: Request for an order to among other things: Pool all interests, including, but not limited to, any nonconsenting interests and leased mineral interests, in an approximate 480-acre wellbore spacing unit established for the Application Lands, for the development and operation of the Codell Formation, effective as of the date of the Application.

### **Group F**

Docket No. 1407-UP-218, Wattenberg Field, Weld County

Applicant: Kerr-McGee Oil & Gas Onshore LP  
Attorneys: Robert A. Willis & Jillian Fulcher

Subject: Request for an order to among other things: Pool all interests, including, but not limited to, any nonconsenting interests and leased mineral interests, in an approximate 240-acre wellbore spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation, effective as of the date of the Application.

Docket No. 1407-UP-219, Wattenberg Field, Weld County

Applicant: Kerr-McGee Oil & Gas Onshore LP  
Attorneys: Robert A. Willis & Jillian Fulcher

Subject: Request for an order to among other things: Pool all interests, including, but not limited to, any nonconsenting interests and leased mineral interests, in two approximate 479-acre wellbore spacing units established for the Application Lands, for the development

## RECORD OF PROCEEDINGS

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and operation of the Codell and Niobrara Formations, effective as of the date of the Application.

Docket No. 1407-UP-220, Wattenberg Field, Weld County

Applicant: Kerr-McGee Oil & Gas Onshore LP  
Attorneys: Robert A. Willis & Jillian Fulcher

Subject: Request for an order to among other things: Pool all interests, including, but not limited to, any nonconsenting interests and leased mineral interests, in two approximate 480-acre wellbore spacing units established for the Application Lands, for the development and operation of the Codell and Niobrara Formations, effective as of the date of the Application.

Docket No. 1407-UP-223, Wattenberg Field, Weld County

Applicant: Noble Energy, Inc  
Attorneys: Robert A. Willis & Jillian Fulcher

Subject: Request for an order to among other things: Pool all interests in an approximate 717-acre wellbore spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation, effective as of the date of the Application.

Docket No. 1407-UP-238, Wattenberg Field, Weld County

Applicant: Noble Energy, Inc  
Attorneys: Robert A. Willis & Jillian Fulcher

Subject: Request for an order to among other things: Pool all interests in three approximate 657-acre wellbore spacing units established for the Application Lands, for the development and operation of the Niobrara Formation, effective as of the date of the Application.

Docket No. 1407-UP-249, Parachute Field, Garfield County

Applicant: Ursa Operating Company LLC  
Attorneys: Robert A. Willis & Jillian Fulcher

Subject: Request for an order to among other things: Subject all nonconsenting interests to the cost recovery provisions of §34-60-116(7), C.R.S., for the drilling of the BAT 13C-24-07-96 Well (API No. 05-045-22098), BAT 33D-24-07-96 Well (API No. 05-045-22107), BAT 13D-24-07-96 Well (API No. 05-045-20556), and BAT 34A-24-07-96 Well (API No. 05-045-22092).

### **Group G**

Docket No. 1407-SP-2080, Wattenberg Field, Weld County

Applicant: Carrizo Oil and Gas, Inc.  
Attorneys: Elizabeth Y. Spencer

Subject: Request for an order to among other things: 1) Vacate two approximate 640-acre drilling and spacing units established by Order No. 535-3, for Sections 2 and 3, Township 8 North, Range 61 West, 6th P.M.; 2) Vacate Order No. 535-295 as it applies to

## RECORD OF PROCEEDINGS

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Section 2, Township 8 North, Range 61 West, 6th P.M.; 3) Vacate Order Nos. 535-215, 535-373, 535-411 and 535-463 in their entirety; 4) Establish an approximate 960-acre drilling and spacing unit for the Application Lands, and approve up to 16 horizontal wells within the unit, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation.

Docket No. 1407-SP-2082, Wattenberg Field, Weld County

Applicant: Carrizo Oil and Gas, Inc.  
Attorneys: Elizabeth Y. Spencer

Subject: Request for an order to among other things: 1) Vacate an approximate 640-acre drilling and spacing unit established by Order No. 535-3 for Section 28, Township 8 North, Range 61 West, 6th P.M.; 2) Vacate an approximate 640-acre drilling and spacing unit established by Order No. 535-69 for Section 33, Township 8 North, Range 61 West, 6th P.M.; 3) Establish an approximate 960-acre drilling and spacing unit for the Application Lands, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation; 4) Approve up to 16 horizontal wells for the approximate 960-acre drilling and spacing unit to be established for the Application Lands, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation.

### **Group H**

Docket No. 1407-SP-2094, Unnamed Field, Jackson County

Applicant: EE3 LLC  
Attorneys: Robert A. Willis & Jillian Fulcher

Subject: Request for an order to among other things: 1) Establish an approximate 640-acre drilling and spacing unit for the Application Lands, and approve up to three horizontal wells within the unit, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation; 2) Establish an approximate 640-acre drilling and spacing unit for the Application Lands, and approve up to three horizontal wells within the unit, for the production of oil, gas and associated hydrocarbons from the Frontier Formation.

Docket No. 1406-UP-181, Wattenberg Field, Weld County

Applicant: Bill Barrett Corporation  
Attorneys: Robert A. Willis & Jillian Fulcher

Subject: Request for an order to among other things: 1) Pool all interests in the approximate 1280-acre drilling and spacing unit established for the Application Lands, effective as of the date of the Application, for development and operation of the Niobrara Formation.

### **Group I**

Docket No. 1407-UP-200, Wattenberg Field, Weld County

Applicant: Great Western Operating Company, LLC  
Attorneys: Jamie L. Jost & James P. Parrot

## RECORD OF PROCEEDINGS

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Subject: Request for an order to among other things: Pool all interests in an approximate 314-acre wellbore spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation.

Docket No. 1407-UP-201, Wattenberg Field, Weld County

Applicant: Great Western Operating Company, LLC  
Attorneys: Jamie L. Jost & James P. Parrot

Subject: Request for an order to among other things: Pool all interests in an approximate 480-acre wellbore spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation.

Docket No. 1407-UP-202, Wattenberg Field, Weld County

Applicant: Great Western Operating Company, LLC  
Attorneys: Jamie L. Jost & James P. Parrot

Subject: Request for an order to among other things: Pool all interests in an approximate 640-acre drilling and spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation.

Docket No. 1407-UP-203, Wattenberg Field, Weld County

Applicant: Great Western Operating Company, LLC  
Attorneys: Jamie L. Jost & James P. Parrot

Subject: Request for an order to among other things: Pool all interests in an approximate 640-acre drilling and spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation.

Docket No. 1407-UP-204, Wattenberg Field, Weld County

Applicant: Great Western Operating Company, LLC  
Attorneys: Jamie L. Jost & James P. Parrot

Subject: Request for an order to among other things: Pool all interests in an approximate 640-acre drilling and spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation.

Docket No. 1407-UP-205, Wattenberg Field, Weld County

Applicant: Great Western Operating Company, LLC  
Attorneys: Jamie L. Jost & James P. Parrot

Subject: Request for an order to among other things: pool all interests in an approximate 320-acre designated wellbore spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation.

### **Group J**

Docket No. 1407-SP-2078, Wattenberg Field, Weld County

Applicant: Bonanza Creek Energy LLC  
Attorneys: Jamie L. Jost & Joseph M. Evers

## RECORD OF PROCEEDINGS

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Subject: Request for an order to among other things: 1) Establish an approximate 640-acre drilling and spacing unit for the Application Lands, and approve up to eight horizontal wells within the unit, for the production of oil, gas and associated hydrocarbons from the Codell Formation; 2) Require the productive interval of the wellbore to be located no closer than 600 feet from the unit boundaries, and no closer than 150 feet from the productive interval of any other wellbore located in the unit.

Docket No. 1407-UP-194, Wattenberg Field, Weld County

Applicant: Bonanza Creek Energy LLC  
Attorneys: Jamie L. Jost & Joseph M. Evers

Subject: Request for an order to among other things: Pool all interests in an approximate 640-acre drilling and spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation.

Docket No. 1407-UP-195, Wattenberg Field, Weld County

Applicant: Bonanza Creek Energy LLC  
Attorneys: Jamie L. Jost & Joseph M. Evers

Subject: Request for an order to among other things: Pool all interests in two approximate 160-acre designated wellbore spacing units established for Section 34, Township 5 North, Range 63 West, 6th P.M. ("WSU #2, #8"), for the development and operation of the Codell and Niobrara Formations.

### **Group K**

Docket No. 1407-UP-207, Wattenberg Field, Weld County

Applicant: Kerr-McGee Oil & Gas Onshore LP  
Attorneys: Jamie L. Jost & James P. Parrot

Subject: Request for an order to among other things: Pool all interests in an approximate 200-acre designated wellbore spacing unit established for the Application Lands, for the development and operation of the Codell Formation.

Docket No. 1407-UP-208, Wattenberg Field, Weld County

Applicant: Kerr-McGee Oil & Gas Onshore LP  
Attorneys: Jamie L. Jost & James P. Parrot

Subject: Request for an order to among other things: Pool all interests in an approximate 200-acre designated wellbore spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation.

Docket No. 1407-UP-209, Wattenberg Field, Weld County

Applicant: Kerr-McGee Oil & Gas Onshore LP  
Attorneys: Jamie L. Jost & James P. Parrot

Subject: Request for an order to among other things: Pool all interests in an approximate 400-acre designated wellbore spacing unit established for the Application Lands, for the development and operation of the Codell Formation.

## RECORD OF PROCEEDINGS

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Docket No. 1407-UP-210, Wattenberg Field, Weld County

Applicant: Kerr-McGee Oil & Gas Onshore LP  
Attorneys: Jamie L. Jost & James P. Parrot

Subject: Request for an order to among other things: Pool all interests in an approximate 400-acre designated wellbore spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation.

### **Group L**

Docket No. 1407-UP-199, Unnamed Field, Arapahoe County

Applicant: ConocoPhillips Company  
Attorneys: Jamie L. Jost & Joseph M. Evers

Subject: Request for an order to among other things: Pool all interests in an approximate 1280-acre exploratory drilling and spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation.

Docket No. 1407-UP-248, Wattenberg Field, Weld County

Applicant: Red Hawk Petroleum, LLC  
Attorneys: Jamie L. Jost & Joseph M. Evers

Subject: Request for an order to among other things: Pool all interests, including previously unnoticed interests, in an approximate 1,280-acre drilling and spacing unit established by Order No. 535-51, for the development and operation of the Niobrara Formation.

### **Group M**

Docket No. 1407-UP-211, Wattenberg Field, Weld County

Applicant: Kerr-McGee Oil & Gas Onshore LP  
Attorneys: Jamie L. Jost & James P. Parrot

Subject: Request for an order to among other things: Pool all interests in an approximate 400-acre designated wellbore spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation.

Docket No. 1407-UP-212, Wattenberg Field, Weld County

Applicant: Kerr-McGee Oil & Gas Onshore LP  
Attorneys: Jamie L. Jost & James P. Parrot

Subject: Request for an order to among other things: Pool all interests in an approximate 400-acre designated wellbore spacing unit established for the Application Lands, for the development and operation of the Codell Formation.

Docket No. 1407-UP-213, Wattenberg Field, Weld County

Applicant: Kerr-McGee Oil & Gas Onshore LP  
Attorneys: Jamie L. Jost & James P. Parrot

## RECORD OF PROCEEDINGS

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Subject: Request for an order to among other things: Pool all interests in an approximate 400-acre designated wellbore spacing unit established for the Application Lands, for the development and operation of the Codell Formation.

Docket No. 1407-UP-224, Unnamed Field, Weld County

Applicant: Noble Energy, Inc  
Attorneys: Jamie L. Jost & Joseph M. Evers

Subject: Request for an order to among other things: 1) Vacate an approximate 640-acre drilling and spacing unit established by Order No. 535-3 for Section 19, Township 9 North, Range 60 West, 6th P.M. for the production of oil, gas and associated hydrocarbons from the Niobrara Formation; 2) Establish an approximate 640-acre exploratory drilling and spacing unit for the Application Lands, and approve one horizontal well within the unit, for the production of oil, gas and associated hydrocarbons from the Cretaceous age formations.

Docket No. 1407-UP-225, Wattenberg Field, Weld County

Applicant: Noble Energy, Inc  
Attorneys: Jamie L. Jost & Joseph M. Evers

Subject: Request for an order to among other things: Pool all interests in an approximate 372-acre designated wellbore spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation.

### **Group N**

Docket No. 1407-UP-226, Wattenberg Field, Weld County

Applicant: Noble Energy, Inc  
Attorneys: Jamie L. Jost & Joseph M. Evers

Subject: Request for an order to among other things: Pool all interests in two approximate 720-acre designated wellbore spacing units established for the Application Lands, for the development and operation of the Niobrara Formation.

Docket No. 1407-UP-227, Wattenberg Field, Weld County

Applicant: Noble Energy, Inc  
Attorneys: Jamie L. Jost & Joseph M. Evers

Subject: Request for an order to among other things: Pool all interests in three approximate 640-acre designated wellbore spacing units established for the Application Lands, for the development and operation of the Niobrara Formation.

Docket No. 1407-UP-228, Wattenberg Field, Weld County

Applicant: Noble Energy, Inc  
Attorneys: Jamie L. Jost & Joseph M. Evers

Subject: Request for an order to among other things: Pool all interests in an approximate 280-acre wellbore spacing unit established for the Application Lands, for the development and operation of the Codell Formation.

Docket No. 1407-UP-229, Wattenberg Field, Weld County

## RECORD OF PROCEEDINGS

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Applicant: Noble Energy, Inc  
Attorneys: Jamie L. Jost & Joseph M. Evers

Subject: Request for an order to among other things: Pool all interests in two approximate 560-acre designated wellbore spacing units established for the Application Lands, for the development and operation of the Niobrara Formation.

Docket No. 1407-UP-230, Wattenberg Field, Weld County

Applicant: Noble Energy, Inc  
Attorneys: Jamie L. Jost & Joseph M. Evers

Subject: Request for an order to among other things: Pool all interests in an approximate 279-acre wellbore spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation.

### **Group O**

Docket No. 1407-UP-231, Wattenberg Field, Weld County

Applicant: Noble Energy, Inc  
Attorneys: Jamie L. Jost & Joseph M. Evers

Subject: Request for an order to among other things: Pool all interests in five approximate 558-acre designated wellbore spacing units established for the Application Lands, for the development and operation of the Codell and Niobrara Formations.

Docket No. 1407-UP-232, Wattenberg Field, Weld County

Applicant: Noble Energy, Inc  
Attorneys: Jamie L. Jost & Joseph M. Evers

Subject: Request for an order to among other things: Pool all interests in an approximate 484-acre designated wellbore spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation.

Docket No. 1407-UP-233, Wattenberg Field, Weld County

Applicant: Noble Energy, Inc  
Attorneys: Jamie L. Jost & Joseph M. Evers

Subject: Request for an order to among other things: 1) Vacate Order No. 407-936 as it applies to Section 25, Township 6 North, Range 65 West, 6th P.M.; 2) Declare previously unnoticed parties subject to Order No. 407-936, which pooled all interests in three approximate 320-acre designated wellbore spacing units established for the Application Lands, for the development and operation of the Codell or Niobrara Formation.

Docket No. 1407-UP-234, Wattenberg Field, Weld County

Applicant: Noble Energy, Inc  
Attorneys: Jamie L. Jost & Joseph M. Evers

Subject: Request for an order to among other things: Pool all interests in an approximate 414-acre designated wellbore spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation.

## RECORD OF PROCEEDINGS

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Docket No. 1407-UP-235, Wattenberg Field, Weld County

Applicant: Noble Energy, Inc  
Attorneys: Jamie L. Jost & Joseph M. Evers

Subject: Request for an order to among other things: Pool all interests in an approximate 720-acre designated wellbore spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation.

### **Group P**

Docket No. 1407-UP-236, Wattenberg Field, Weld County

Applicant: Noble Energy, Inc  
Attorneys: Jamie L. Jost & Joseph M. Evers

Subject: Request for an order to among other things: 1) Vacate portions of Order No. 407-991 as it applies to the Storis E24-73-1HNA Well (API No. 05-123-38150) (DWSU No. 3 in Order No. 407-991) and the Storis E24-73-1HNC Well (API No. 05-123-38148) (DWSU No. 4 in Order No. 407-991) for the development and operation of the Niobrara Formation.

Docket No. 1407-UP-237, Unnamed Field, Weld County

Applicant: Noble Energy, Inc  
Attorneys: Jamie L. Jost & Joseph M. Evers

Subject: Request for an order to among other things: 1) Vacate Order No. 535-343 in its entirety; 2) Pool all interests in an approximate 640-acre exploratory drilling and spacing unit established for the Application Lands, for the development and operation of the Cretaceous age formations.

Docket No. 1407-UP-239, Wattenberg Field, Weld County

Applicant: Noble Energy, Inc  
Attorneys: Jamie L. Jost & Joseph M. Evers

Subject: Request for an order to among other things: Pool all interests in three approximate 557-acre designated wellbore spacing units established for the Application Lands, for the development and operation of the Niobrara and Codell Formations.

Docket No. 1407-UP-240, Wattenberg Field, Weld County

Applicant: Noble Energy, Inc  
Attorneys: Jamie L. Jost & Joseph M. Evers

Subject: Request for an order to among other things: Pool all interests in an approximate 279-acre wellbore spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation.

### **Group Q**

Docket No. 1407-UP-241, Wattenberg Field, Weld County

Applicant: PDC Energy, Inc.  
Attorneys: Jamie L. Jost & Joseph M. Evers

## RECORD OF PROCEEDINGS

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Subject: Request for an order to among other things: Pool all interests in an approximate 400-acre wellbore spacing unit established for the Application Lands, for the development and operation of the Codell Formation.

Docket No. 1407-UP-242, Wattenberg Field, Weld County

Applicant: PDC Energy, Inc.  
Attorneys: Jamie L. Jost & Joseph M. Evers

Subject: Request for an order to among other things: Pool all interests in an approximate 160-acre designated wellbore spacing unit established for the Application Lands, for the development and operation of the Codell-Niobrara Formation.

Docket No. 1407-UP-243, Wattenberg Field, Weld County

Applicant: PDC Energy, Inc.  
Attorneys: Jamie L. Jost & Joseph M. Evers

Subject: Request for an order to among other things: Pool all interests in an approximate 200-acre wellbore spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation.

Docket No. 1407-UP-244, Wattenberg Field, Weld County

Applicant: PDC Energy, Inc.  
Attorneys: Jamie L. Jost & Joseph M. Evers

Subject: Request for an order to among other things: Pool all interests in an approximate 400-acre wellbore spacing unit established for the Application Lands, for the development and operation of the Codell Formation.

Docket No. 1407-UP-245, Wattenberg Field, Weld County

Applicant: PDC Energy, Inc.  
Attorneys: Jamie L. Jost & Joseph M. Evers

Subject: Request for an order to among other things: Pool all interests in an approximate 400-acre designated wellbore spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation.

Docket No. 1407-UP-246, Wattenberg Field, Weld County

Applicant: PDC Energy, Inc.  
Attorneys: Jamie L. Jost & Joseph M. Evers

Subject: Request for an order to among other things: Pool all interests in an approximate 160-acre designated wellbore spacing unit established for the Application Lands, for the development and operation of the Codell-Niobrara Formation.

Docket No. 1407-UP-247, Wattenberg Field, Weld County

Applicant: PDC Energy, Inc.  
Attorneys: Jamie L. Jost & Joseph M. Evers

## RECORD OF PROCEEDINGS

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Subject: Request for an order to among other things: Pool all interests in an approximate 400-acre designated wellbore spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation.

### **Group R**

Docket No. 1406-SP-2074, Unnamed Field, Weld County

Applicant: Whiting Oil and Gas Corporation

Attorneys: Stephen J. Sullivan & Chelsey J. Russell

Subject: Request for an order to among other things: 1) Establish an approximate 960-acre drilling and spacing unit for the Niobrara Formation; 2) Approve up to 16 horizontal wells within the unit.

Docket No. 1407-SP-2097, Unnamed Field, Jackson County

Applicant: Foundation Energy Fund III-A, L.P., Foundation Energy Fund III-B Holding, L.L.C., Foundation Energy Fund IV-A, L.P., and Foundation Energy Fund IV-B Holding, L.L.C

Attorneys: Chelsey J. Russell & Stephen J. Sullivan

Subject: Request for an order to among other things: 1) Vacate an approximate 640-acre drilling and spacing unit established by Order No. 535-378 for Section 28, Township 8 North, Range 60 West, 6th P.M. for the production of oil, gas and associated hydrocarbons from the Niobrara Formation. 2) Vacate an approximate 640-acre drilling and spacing unit established by Order No. 535-390 for Section 33, Township 8 North, Range 60 West, 6th P.M., for the production of oil, gas and associated hydrocarbons from the Niobrara Formation. 3) Establish an approximate 1280-acre drilling and spacing unit for the Application Lands, for the production of oil, gas and associated hydrocarbons from the Codell and Niobrara Formations; 4) Approve up to four horizontal wells within the approximate 1280-acre drilling and spacing unit, for the production of oil, gas and associated hydrocarbons from the Codell and Niobrara Formations.

### **Group T**

Docket No. 1407-SP-2098, Unnamed Field, Weld County

Applicant: Noble Energy, Inc

Attorneys: Jamie L. Jost & Joseph M. Evers

Subject: Request for an order to among other things: 1) Vacate an approximate 640-acre drilling and spacing unit established by Order No. 535-3 for Section 19, Township 9 North, Range 60 West, 6th P.M. for the production of oil, gas and associated hydrocarbons from the Niobrara Formation; 2) Establish an approximate 640-acre exploratory drilling and spacing unit for the Application Lands, and approve one horizontal well within the unit, for the production of oil, gas and associated hydrocarbons from the Cretaceous age formations.

Docket No. 1407-SP-2099, Wattenberg Field, Weld County

Applicant: Red Hawk Petroleum, LLC

Attorneys: Jamie L. Jost & Joseph M. Evers

## RECORD OF PROCEEDINGS

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Subject: Request for an order to among other things: 1) Modify Order Nos. 407-514 and 535-104 to allow 300 foot setbacks to the unit boundaries of Section 1, Township 7 North, Range 60 West, 6th P.M. and Sections 2 and 11, Township 7 North, Range 60 West, 6th P.M.

Commissioner Alward seconded the motion and the Consent Agenda (except the Enforcement Group and Groups A and S) was approved unanimously.

### **MATTERS ON THE CONSENT AGENDA CONSIDERED SEPARATELY**

#### ***Group A and Group S***

Commissioner Alward recused himself from discussion and voting on all matters in Group A and Group S.

Commissioner Benton moved for the approval of Group A and Group S, as recommended by staff, as follows:

#### *Group A*

##### Docket No. 1404-SP-2053, Sulphur Field, Rio Blanco County

Applicant: WPX Energy Rocky Mountain, LLC  
Attorneys: Robert A. Willis & Jillian Fulcher

Subject: Request for an order to among other things: 1) establish an approximate 1295-acre exploratory drilling unit for the Mancos, Niobrara, Frontier, Mowry, and Dakota Formations; and 2) approve the one or more horizontal wells, and one or more vertical or directional wells within the unit.

##### Docket No. 1404-SP-2054, Grand Valley Field, Garfield County

Applicant: WPX Energy Rocky Mountain, LLC  
Attorneys: Robert A. Willis & Jillian Fulcher

Subject: Request for an order to among other things: 1) establish an approximate 1132-acre exploratory drilling unit for the Mancos, Niobrara, Frontier, Mowry, and Dakota Formations; and 2) approve the one or more horizontal wells, and one or more vertical or directional wells within the unit.

##### Docket No. 1404-SP-2055, Grand Valley Field, Garfield County

Applicant: WPX Energy Rocky Mountain, LLC  
Attorneys: Robert A. Willis & Jillian Fulcher

Subject: Request for an order to amend Order No. 510-59 to allow the treated interval of any permitted well within an approximate 2605-acre exploratory drilling unit to be located no closer than 300 feet from the northern and southern unit boundaries and 600 feet from the eastern and western unit boundaries, and no closer than 300 feet from the treated interval of any other wellbore producing from the same source of supply.

#### *Group S*

## RECORD OF PROCEEDINGS

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Docket No. 1407-SP-2102, Parachute Field, Garfield County

Applicant: WPX Energy Rocky Mountain, LLC

Attorneys: Robert A. Willis & Jillian Fulcher

Subject: Request for an order to among other things: Establish an approximate 1280-acre exploratory drilling and spacing unit for the Application Lands, and approve up to 40 horizontal, vertical or directional wells within the unit, for the production of oil, gas and associated hydrocarbons from the Mancos (including the Segoe Sandstone), Niobrara, Frontier, Mowry, and Dakota Formations (collectively, "Deep Formations").

Commissioner Holton seconded the motion and Group A and Group S was approved by all voting commissioners.

### ***Group - Enforcement***

Chairman Compton asked if any Commissioners had a conflict of interest or recusals with any of the items within the Enforcement Group. No conflicts of interest were reported or recusals requested.

Commissioner Alward asked a question regarding Docket Nos. 1407-OV-52, 1407-OV-54, and 1407-OV-58. These three cases involved Rule 324A.a. violations and staff did not recommend adjustment based on aggravating or mitigating factors. Commission Alward asked why the threat of adverse impacts to public health, safety, and welfare was not included as an aggravating factor.

Enforcement Officer Peter Gowen responded that in each of the cases COGCC staff sought the statutory maximum penalty (\$1,000 per day per violation) and the violation only continued for a single day. According to the version of the Act that applies to these cases, the Commission cannot increase the penalty if you are already at the statutory maximum. Aggravating factors may only apply where the penalty is not already at the statutory maximum.

Director Lepore stated that COGCC staff did consider whether the incident resulted in a significant adverse impact to public health, safety, and welfare (which would allow a penalty beyond the statutory maximum). However, COGCC staff determined that it did not, so we were limited to the statutory maximum. Director Lepore noted that Rule 523.a.(3)'s list of aggravating factors does not list the "threat of adverse impacts." Commissioner King stated that this points out the problem under the old statutory penalty structure and under the new statute we will have a much broader structure to allow consideration of aggravating and mitigating factors. This discussion will take place in the implementation of the new penalty statute.

Commissioner Spielman moved for the approval of Enforcement Group, as recommended by Staff, as follows:

Docket No. 1407-OV-29 CCI Paradox Upstream, LLC

Subject: Staff requests approval of an AOC with CCI Paradox Upstream, LLC imposing a \$18,000 penalty for a violation of Rule 326.b.1 at the Wray Mesa #36-34-47-20 Well located in Montrose County, Colorado and a violation of Rule 326.d at the Andy's Mesa-Federal #6 Well located in San Miguel County, Colorado.

Docket No. 1404-OV-35 Enervest Operating, LLC

## RECORD OF PROCEEDINGS

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Subject: Staff requests approval of an AOC with Enervest Operating, LLC imposing a \$1,000 penalty for one, one-day violation of Rule 311 at the Oskarson #2 Well located in Weld County, Colorado.

Docket No. 1407-OV-51 Dejour Energy (USA) Corporation

Subject: Staff requests approval of an AOC with Dejour Energy (USA) Corporation imposing a \$45,000 penalty for violations of § 34-60-121(1), C.R.S., Rule 205A, Rule 308B and Rule 316C at the Federal 6/7-14-21 well, the Federal 6/7-15-21 well, the Federal 6/7-13-21 well and the Federal 6/7-16-21 well, located in Garfield County, Colorado.

Docket No. 1407-OV-52 Sundance Energy Inc.,

Subject: Staff requests approval of an AOC with Sundance Energy Inc., (Operator No. 10340) imposing a \$4,000 penalty for four, single-day violations arising out of a fire on April 16, 2014 at the Grant Brothers 23-2-Ae Well in Weld County.

Docket No. 1407-OV-54 Bonanza Creek Energy Operating Company, LLC

Subject: Staff requests approval of an AOC with Bonanza Creek Energy Operating Company, LLC (Operator No. 8960) imposing a \$3,000 penalty for three, single-day violations arising out of a fire on April 8, 2014 at the State North Platte 41-44- 26HNC Well in Weld County.

Docket No. 1407-OV-58 Wiepking-Fullerton Energy LLC

Subject: Staff requests approval of an AOC with Wiepking-Fullerton Energy LLC, (Operator No. 96340) imposing a \$1,000 penalty for a single-day violation of Rule 324A.a arising out of a fire on March 10, 2014 at the Aloha Mula #1 Well in Lincoln County.

Docket No. 1211-OV-12 Encana Oil & Gas (USA) Inc.

Subject: Staff requests approval of an AOC with Encana, which acknowledges violations of Rule 805.a., Rule 907.a.(1), and Rule 912.a. at the Ross 'G' Unit Well #1 ("Well") in Boulder County, but offsets the \$15,000 penalty, by recognizing Encana response costs in excess of the penalty, which also provided a public benefit. The AOC also acknowledges Encana's settlement agreement with the Complainant party. The AOC dismisses the Complainant's case and Boulder County's intervention in support of the Complainant, in response to a joint stipulated motion to dismiss.

Commissioner Benton seconded the motion and the Enforcement Group was approved unanimously.

***Docket No. 1407-UP-198***

Commission staff received a 510 statement from David Little on behalf of True Line Oil and Gas on Friday afternoon. The parties had reached an agreement that they presented on the record for inclusion in the Commission's order.

Rob Willis, representing Cirque Resources LP, described this agreement. Cirque was contacted by nonconsenting owners who requested additional time to look at the well proposal. The nonconsenting parties are True Line Oil and Gas, BMP Oil and Gas, SRBI Oil and Gas, LNBI Oil and Gas, Keystone Oil and Gas Company ("nonconsenting parties"). An agreement was reached by the parties to delay imposition of nonconsenting penalties until August 15, 2014.

## RECORD OF PROCEEDINGS

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David Little, attorney for the nonconsenting parties, requested that the order be approved with this language regarding additional time.

Commissioner Benton moved for the approval of 1407-UP-198, with the additional language requested by the parties, as follows:

Docket No. 1407-UP-198, Unnamed Field, Weld County

Applicant: Cirque Resources LP  
Attorneys: Robert A. Willis & Jillian Fulcher

Subject: Request for an order to among other things: Pool all interests in an approximate 640-acre drilling and spacing unit established for the Application Lands, for the development and operation of the Codell Formation, effective as of the date of the Application.

Commissioner Holton seconded the motion and 1407-UP-198 was approved unanimously.

### **Hearing Matters**

#### ***Increased Well Density***

The following (Docket Nos. 1407-AW-17, 1407-AW-18, 1407-AW-19, and 1407-AW-21) are Uncontested Hearing Matters that are seeking to increase the density from 16 wells to 32 wells for the production of hydrocarbons from the Codell and Niobrara Formations. The applications also request reciprocal unit boundary setbacks of 100 feet. Staff recommended approval of these applications.

Hearing Officer Jill Dorancy suggested the Commission approve the Requests for Increased Well Density as a group. Commissioner Benton moved for the approval of the Requests for Increased Well Density, as follows:

Docket No. 1407-AW-17, Wattenberg Field, Weld County

Applicant: Whiting Oil and Gas Corporation  
Attorneys: Stephen J. Sullivan & Chelsey J. Russell

Subject: Request for an order to among other things: 1) Modify Order No. 535-314 as it applies to Sections 27 and 34, Township 10 North, Range 58 West, 6th P.M. to include the Codell Formation; 2) Approve an additional 16 horizontal wells for a total of up to 32 horizontal wells within an approximate 960-acre drilling and spacing unit established by Order No. 535-178 for the Codell and Niobrara Formations.

Docket No. 1407-AW-18, Wattenberg Field, Weld County

Applicant: Whiting Oil and Gas Corporation  
Attorneys: Stephen J. Sullivan & Chelsey J. Russell

Subject: Request for an order to among other things: 1) Modify Order No. 535-314 as it applies to Sections 27 and 34, Township 10 North, Range 58 West, 6th P.M. to include the Codell Formation; 2) Approve an additional 16 horizontal wells for a total of up to 32 horizontal wells within an approximate 960-acre drilling and spacing unit established by Order No. 535-178 for the Codell and Niobrara Formations.

## RECORD OF PROCEEDINGS

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### Docket No. 1407-AW-19, Wattenberg Field, Weld County

Applicant: Whiting Oil and Gas Corporation  
Attorneys: Stephen J. Sullivan & Chelsey J. Russell

Subject: Request for an order to among other things: 1) Modify Order Nos. 535-314 and 535-471 as they apply to Sections 1, 2, 3, 10, 11, and 12, Township 10 North, Range 58 West, 6th P.M. to include the Codell Formation. 2) Approve up to 32 horizontal wells within an approximate 960-acre drilling and spacing unit established by Order No. 535-178 for the Codell and Niobrara Formations.

### Docket No. 1407-AW-21, Unnamed Field, Weld County

Applicant: Whiting Oil and Gas Corporation  
Attorneys: Stephen J. Sullivan & Chelsey J. Russell

Subject: Request for an order to among other things: 1) Modify Order Nos. 535-314, 535-413, 535-414, and 535-471 as they apply to Sections 6, 7, 18, 30 and 31, Township 10 North, Range 57 West, 6th P.M. and Sections 9, 10, 11, 12, 13, 14, 15, 16, 21, 23, 24, 26, 28 and 35, Township 10 North, Range 58 West, 6th P.M. to include the Codell Formation; 2) Approve an additional 16 horizontal wells for a total of up to 32 horizontal wells within each approximate 640 to 960-acre drilling and spacing units, for the production of oil, gas, and associated hydrocarbons from the Codell and Niobrara Formations.

Commissioner Holton seconded the motion and the Commission unanimously approved the Requests for Increased Well Density.

### ***Docket No. 1407-GA-02***

This matter began when the City of Brighton approached the COGCC and CDPHE regarding groundwater protection from oil and gas operations. These negotiations resulted in Best Management Practices (“BMP’s”) within Brighton to protect its shallow groundwater supplies. The Commission examined Rule 317B as guidance in developing these BMP’s and reached out to operators operating within Brighton.

COGCC, CDPHE, City of Brighton, and Brighton operators reached an agreement and supported the proposed order. The order creates three zones: 1) Exception Zone that allows no oil and gas operations without a variance; 2) Groundwater Sampling Zone; and 3) Buffer Zone, which requires specific BMP’s. These zones are noted on the map attached to the order; however, as to specific groundwater wells, federal law prohibits the COGCC from identifying groundwater wells on the map. This is a site-specific response to this set of circumstances.

Andrew Casper, Regulatory Counsel for COGA, stated COGA’s support for this type of process, especially reaching out to affected operators and the City of Brighton’s participation. Jamie Jost, Jost & Shelton Energy Group, spoke on behalf of the Brighton operators. The operators’ comments were incorporated into the latest draft of the order before the Commission, which states that this order will not be used as a precedent or template where these unique factors are not present.

Matt Sura, Counsel for City of Brighton, thanked everyone for their active participation in resolving this issue. We recognize that there will be future oil and gas issues for the City of Brighton and we know we can reach out to CDPHE, COGCC, and COGA.

## RECORD OF PROCEEDINGS

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Commissioner Benton moved for the approval of Docket No. 1407-GA-02, as follows:

Docket No. 1407-GA-02, City of Brighton, Adams County

Applicant: Colorado Oil and Gas Conservation Commission  
Attorneys: Matt Sura, representing the City of Brighton  
Andrew Casper, Colorado Oil and Gas Association  
CDPHE: Kent Kuster, CDPHE, Oil and Gas Liaison  
John Duggan, CDPHE, Water Quality Control Division

Subject: Request for an order to among other things: Create a system to protect the Public Water System within and adjacent to the City of Brighton in Adams County.

Commissioner Holton seconded the motion and the matter was approved unanimously.

### CONTESTED MATTERS

***Docket No. 1407-GA-01***

The application of High Plains Disposal, Inc. is seeking permission to drill and operate a proposed Class II underground injection control well, the HPD Platteville 2 Well. This matter was protested by Roy Wardell who alleges that there is reasonable cause to believe that the proposed disposal well could result in significant adverse impact on the environment or public health, safety, and welfare in violation of Rule 325B.

David Neslin, Counsel for High Plains Disposal, presented before the Commission. He stated that the issue before the Commission is whether High Plains Disposal can operate the Class II well at this location under Rule 325B without adverse impact to public health, safety, welfare, and the environment. The proposed well will be located near an existing Class II well, which has operated without incident. High Plains presented two witnesses: Doug Dowden, General Manager for High Plains Disposal, and Clay Doke, Senior Petroleum Engineer for Integrated Petroleum Technologies, Inc. The Applicant has agreed to adhere to develop special permit conditions to mitigate the seismicity concerns. High Disposal argued that Mr. Wardell's concerns have already been dealt with through the permit conditions and his concerns are outweighed by expert testimony.

Roy Wardell, Protestant, presented before the Commission. His concern is that there is an unreasonable concentration of injection wells in this area. Even before the seismic activity happened recently, he was concerned about injection wells. He is requesting the Commission to exercise reasonable concern and caution by not approving injection wells until more information is known, as well as spacing them apart more. Mr. Wardell argued that High Plains has not met their burden of proof to show that this injection will not cause seismic activity.

Enforcement Officer Jeremy Ferrin presented on behalf of COGCC staff. The staff's consensus is that granting the UIC permit requested will not result in a significant adverse impact to the environment or public health, safety, and welfare. COGCC staff presented one witness, Stuart Ellsworth, COGCC Engineering Manager. Staff recommended denial of Mr. Wardell's protest.

Commissioner Alward asked whether this operation would be reexamined if a certain magnitude is detected. Mr. Ellsworth noted that the Commission will likely use the same approach that has been used for the C4A Well. Commissioner King stated that regardless of the conditions on the permit,

## RECORD OF PROCEEDINGS

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the COGCC will respond in the same way as it responded to the C4A Well, even if it is beyond the permit conditions. Commissioner Benton asked for additional thought to be given to how the well is completed.

Commissioner Benton moved to approve the permit. This motion was subsequently revised to deny Mr. Wardell's protest and continue with administrative consideration of the permit application. The Commission's order will reflect this revision.

Docket No. 1407-GA-01, Weld County

Applicant: High Plains Disposal, Inc.  
Representative: Gary Wright, High Plains Disposal, Inc  
Attorney: Dave Neslin

Subject: Applicant submitted a Form 31 - Underground Injection Formation Permit Application and Form 33 - Injection Well Permit Application ("Applications"), seeking permission to drill and operate a proposed Class II underground injection control well, the HPD Platteville 2 Well on the below-described lands, for disposal of Class II wastewater into the Denver-Julesburg Injection Zone, including Lyons Formation and Fountain Formation and all formations in between.

Commissioner Spielman seconded the motion and the matter was approved unanimously.

### **RULEMAKING 1407-RM-01**

The Commission considered additions and amendments to the Commission's Rules of Practice and Procedure, 2 C.C.R. 404-1, in a "Clean-up Rulemaking," Docket No. 1407-RM-01. COGCC staff presented the purpose and background of the Clean-up Rulemaking, as well as selected amended rules. Some of these changes have been tracked by staff since the 2008 Rulemaking. The staff's presentation is posted on the COGCC's website under the "Clean-up Rulemaking" page.

Commissioner Benton asked whether the deleted definition of "subsurface disposal facility" had been replaced in the 100-Series Rules. COGCC staff responded that this term is no longer used in the Rules and could be misleading. Commissioner Benton asked for clarification of Rule 303, Well Location Plat requirements. Jane Stanczyk, Permit and Technical Service Manager, explained that every quarter section the wellbore passes through has to have the dimensions on the plat. Commissioner Benton also noted that in Rule 316C.g. "hydraulic fracturing" needed to be replaced with "bradenhead test."

Commissioner Alward asked why the COGCC staff did not extend the "Rule of Seven" beyond the 500-Series Rules. Hearings Manager Robert Frick responded that the Rule of Seven primarily deals with procedural rules and we weighed whether to extend it further.

Cindy Bargell, Counsel for NARO, stated that the timing of mineral interest owners receiving the notice and the protest deadline is too limited to allow an adequate response. She noted that she had discussed this matter with COGA and COGCC staff and there seems to be several options. She proposed using the Rule of Seven to advance the protest deadline to 35 days in advance of the hearing in Rule 507.a.(1). Mr. Frick noted that the Commission considered including this change in the clean-up, but thought it would be too controversial. It will be considered in future rulemakings.

## RECORD OF PROCEEDINGS

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Jamie Jost, representing COGA, presented to the Commission. Many of COGA's comments were adopted by COGCC staff, but there were several open items that will be dealt with during the Enforcement and Penalty Rulemaking. However, operators were still concerned with the 4% increase in mud weight in Rule 327 based on the Piceance Basin data and the need for flexibility in operations. COGA requested that Rule 327 not be changed today and the COGCC staff put together a stakeholder group to discuss this Rule.

Deputy Director Dave Kulmann noted that the COGCC has had this as a policy in the Piceance Basin since 1997. Stuart Ellsworth stated that the COGCC is trying to move away from the concept of "loss of well control" to "well control" and the intent of these changes is to collect information to allow us to make decisions on how best to do this. However, COGCC staff understood COGA's concerns and agreed to remove this sentence from the Clean-up Rulemaking.

Commissioner Spielman suggested that the more substantive changes to Rules 507.a.(1) and 327 be reserved for the next rulemaking.

Commissioner Benton moved for approval of the Clean-up Rulemaking, Docket No. 1407-RM-01, with the direction from the Commission to COGCC staff to further examine Rules 507.a.(1) and 327.

Commissioner Spielman seconded the motion and the rulemaking was approved unanimously.

### PROTESTED MATTERS

#### ***Docket Nos. 1406-SP-2065 and 1407-SP-2100***

Chevron owns mineral interests of approximately 11.76 mineral acres in the N½ of Section 7, Township 7 South, Range 95 West, 6<sup>th</sup> P.M. Chevron alleged that if Ursa's application is approved, its interest would be stranded from development because it will be in a small, isolated pocket of land, and would likely create waste. Staff recommended approval of the application and denial of the protest.

Rob Willis, representing Ursa Operating Company, made a statement before the Commission. Ursa has substantial assets in the Piceance Basin and is seeking to develop the Deep Formations through two 960-acre and 1280-acre exploratory units. Ursa submitted that: 1) the proposed exploratory units are the appropriate size and shape to economically recover gas from the Formation; 2) the evidence, including economics and leasehold constraints, does not support the drilling into the north half of Section 7; and 3) Ursa's planned wells will not drain the Deep Formations underlying the north half of Section 7. The Act requires the protection of correlative rights and that each owner must have opportunity to get its fair and equitable share of a common pool. In its protest, Chevron has made the extraordinary request to include the northern half of Section 7 in Ursa's application.

Ursa presented three witnesses: Don Simpson, Vice President – Business Development for Ursa, Duke Cooley, Senior Geologist for Ursa, and Andrew Haney, Vice President of Development for Ursa.

Jamie Jost, representing Chevron, made a statement before the Commission. Chevron is concerned as a mineral interest owner that this development will lead to unnecessary surface impacts and wells, an inappropriate size of the unit, negative impacts on correlative rights, and creation of waste. Chevron alleged that the Hearing Officer recommendation was not as thorough

## RECORD OF PROCEEDINGS

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as required with the technical evidence required for this matter. Chevron submitted that the Commission's approval of the Application based on the Hearing Officer recommendation would allow the stranding of substantial mineral acreage in the Deep Formations based on Ursa's inconsistent drainage and engineering data, unsupported economics, which will violate the Oil and Gas Conservation Act's requirements for the prevention of waste and protection of correlative rights. Chevron requests the inclusion of the northern half of Section 7 in Ursa's exploratory drilling and spacing unit.

Chevron presented four witnesses: Kevin McCarty, Land Representative for Chevron, Debra Gomez, Geologist and Vice President of MHA Petroleum Consultants, John P. Seidle, Vice Reservoir Engineer and President of MHA Petroleum Consultants, and Ken Cooper, Completions Engineer with Petro Tech.

Stuart Ellsworth and Jane Stanczyk presented before the Commission on behalf of COGCC staff. Mr. Ellsworth stated that he considered the following factors: 1) the wells in the adjacent and nearby parcels have mile-long laterals; 2) orders nearby require a combination of vertical, horizontal, and directional wells; and 3) Chevron did not indicate that it had attempted to develop the acreage in the northern half of Section 7. Ms. Stanczyk pointed out that Ursa's application is consistent with other applications submitted to the Commission and it is proposing an exploratory drilling and spacing unit, which means they do not have everything pinned down. Ursa has several challenges in this area, including the Battlement Mesa PUD and the availability of adequate surface locations.

During Commission deliberations, Commissioner Hawkins commented that the differences in technical evidence can be attributed to the fact this is exploratory and these projections are best estimates. Commissioners Hawkins and Benton noted that it is odd to have one 960-acre unit and not two 1280-acre units. Commissioner Spielman and Chairman Compton were concerned about the opportunities to develop the 320-acre parcel in this particular area without including it in a 1280-acre unit. Chairman Compton suggested approving the 1280-acre unit and denying the 960-acre unit.

Commissioner Benton moved to deny the application for the 960-acre exploratory drilling and spacing unit, Docket No. 1406-SP-2065.

Docket No. 1406-SP-2065, Unnamed Field, Garfield County

Applicant: Ursa Operating Company LLC  
Attorneys: Robert A. Willis & Jillian Fulcher

Subject: Request for an order to among other things: 1) Establish an approximate 960-acre exploratory drilling unit for the Application Lands, for the production of gas and associated hydrocarbons from the Mancos, Niobrara, Frontier, Mowry and Dakota Formations; 2) Approve up to 6 horizontal, directional or vertical wells within the approximate 960-acre exploratory drilling unit.

Protested by: Chevron U.S.A. Inc.  
Attorneys: Jamie L. Jost & James P. Parrot

Commissioner Hawkins seconded the motion and the denial of the application was approved by five commissioners. Commissioner Holton voted against this denial.

## RECORD OF PROCEEDINGS

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Commissioner Benton moved to approve the application for the 1280-acre exploratory drilling and spacing unit, Docket No. 1406-SP-2100.

Docket No. 1407-SP-2100, Parachute Field, Garfield County

Applicant: Ursa Operating Company LLC

Attorneys: Robert A. Willis & Jillian Fulcher

Subject: Request for an order to among other things: 1) Establish an approximate 1280-acre exploratory drilling and spacing unit for the Application Lands, for the production of oil, gas and associated hydrocarbons from the Mancos, Niobrara, Frontier, Mowry, and Dakota Formations (collectively, "Deep Formations"). 2) Approve up to ten horizontal, vertical, or directional wells within the approximate 1280-acre exploratory drilling and spacing unit.

Protested by: Chevron U.S.A. Inc.

Attorneys: Jamie L. Jost & James P. Parrot

Commissioner Alward seconded the motion and the application was approved unanimously.

### ***Executive Session***

Assistant Attorney General Jake Matter explained the basis for the Commission entering into executive session. The purpose of the executive session, pursuant to C.R.S. § 24-6-402(3)(a)(II), was to discuss matters with the attorney representing the Commission, concerning matters that are subject to pending or imminent court action, concerning specific claims or grievances, or to receive legal advice on specific legal questions.

Commissioner Spielman moved that the Commission enter Executive Session to discuss matters listed in the Hearing Agenda as follows:

- COGCC et al. vs. City of Longmont, Our Health, Our Future, Our Longmont, Food & Water Watch, Sierra Club, and Earthworks, 2013CV63 (Boulder Dist. Ct.) Status update.
- Martinez et al. vs. COGCC litigation overview and initial analysis of complaint, 2014CV32637 (Denver County Dist. Ct.)

Commissioner Alward seconded the motion and the motion was approved unanimously.

Following Executive Session, the Commission adjourned at approximately 6:45 p.m.

## RECORD OF PROCEEDINGS

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### **The Secretary was therefore authorized to issue the following orders:**

#### Order No. 139-120, Docket No. 1407-SP-2102, Parachute Field, Garfield County

Approves WPX Energy Rocky Mountain, LLC's request for an order to, among other things: establish an approximate 1280-acre exploratory drilling and spacing unit for Sections 21 and 28, Township 6 South, Range 94 West, 6th P.M. and approve up to 40 horizontal, vertical or directional wells within the unit, for the production of oil, gas and associated hydrocarbons from the Mancos (including the Segó Sandstone), Niobrara, Frontier, Mowry, and Dakota Formations (collectively, "Deep Formations").

#### Order No. 139-121, Docket No. 1407-UP-249, Parachute Field, Garfield County

Approves Ursa Operating Company LLC's request for an order to, among other things: Subject all nonconsenting interests to the cost recovery provisions of §34-60-116(7), C.R.S., for the drilling of the BAT 13C-24-07-96 Well (API No. 05-045-22098), BAT 33D-24-07-96 Well (API No. 05-045-22107), BAT 13D-24-07-96 Well (API No. 05-045-20556), and BAT 34A-24-07-96 Well (API No. 05-045-22092).

#### Order No. 407-1083, Docket No. 1406-UP-181, Wattenberg Field, Weld County

Approves Bill Barrett Corporation's request for an order to, among other things: 1) Pool all interests in the approximate 1280-acre drilling and spacing unit established for the Application Lands, effective as of the date of the Application, for development and operation of the Niobrara Formation.

#### Order No. 407-1084, Docket No. 1406-UP-184, Wattenberg Field, Weld County

Approves Kerr-McGee Oil & Gas Onshore LP's request for an order to, among other things: Pool all interests in eight approximate 200-acre to 640-acre horizontal wellbore spacing units established for the Application Lands, effective as of the date of the Amended Application.

#### Order No. 407-1085, Docket No. 1407-SP-2077, Wattenberg Field, Weld County

Approves Bill Barrett Corporation's request for an order to, among other things: 1) Vacate two approximate 640-acre drilling and spacing units established by Order Nos. 407-779 and 535-4 for Sections 35 and 36, Township 5 North, Range 61 West, 6th P.M.; 2) Establish an approximate 1280-acre drilling and spacing unit for the Application Lands, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation, and approve up to 16 horizontal wells within the unit, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation.

#### Order No. 407-1086, Docket No. 1407-SP-2078, Wattenberg Field, Weld County

Approves Bonanza Creek Energy LLC's request for an order to, among other things: 1) Establish an approximate 640-acre drilling and spacing unit for the Application Lands, and approve up to eight horizontal wells within the unit, for the production of oil, gas and associated hydrocarbons from the Codell Formation; 2) Require the productive interval of the wellbore to be located no closer than 600 feet from the unit boundaries, and no closer than 150 feet from the productive interval of any other wellbore located in the unit.

#### Order No. 407-1087, Docket No. 1407-UP-194, Wattenberg Field, Weld County

Approves Bonanza Creek Energy LLC's request for an order to, among other things: Pool all interests in an approximate 640-acre drilling and spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation.

## RECORD OF PROCEEDINGS

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Order No. 407-1088, Docket No. 1407-UP-195, Wattenberg Field, Weld County

Approves Bonanza Creek Energy LLC's request for an order to, among other things: Pool all interests in two approximate 160-acre designated wellbore spacing units established for Section 34, Township 5 North, Range 63 West, 6th P.M. ("WSU #2, #8"), for the development and operation of the Codell and Niobrara Formations.

Order No. 407-1089, Docket No. 1407-UP-200, Wattenberg Field, Weld County

Approves Great Western Operating Company, LLC's request for an order to, among other things: Pool all interests in an approximate 314-acre wellbore spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation.

Order No. 407-1090, Docket No. 1407-UP-201, Wattenberg Field, Weld County

Approves Great Western Operating Company, LLC's request for an order to, among other things: Pool all interests in an approximate 480-acre wellbore spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation.

Order No. 407-1091, Docket No. 1407-UP-202, Wattenberg Field, Weld County

Approves Great Western Operating Company, LLC's request for an order to, among other things: Pool all interests in an approximate 640-acre drilling and spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation.

Order No. 407-1092, Docket No. 1407-UP-203, Wattenberg Field, Weld County

Approves Great Western Operating Company, LLC's request for an order to, among other things: Pool all interests in an approximate 640-acre drilling and spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation.

Order No. 407-1093, Docket No. 1407-UP-204, Wattenberg Field, Weld County

Approves Great Western Operating Company, LLC's request for an order to, among other things: Pool all interests in an approximate 640-acre drilling and spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation.

Order No. 407-1094, Docket No. 1407-UP-205, Wattenberg Field, Weld County

Approves Great Western Operating Company, LLC's request for an order to among other things: pool all interests in an approximate 320-acre designated wellbore spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation.

Order No. 407-1095, Docket No. 1407-UP-206, Wattenberg Field, Weld County

Approves Kerr-McGee Oil & Gas Onshore LP's request for an order to, among other things: Pool all interests, including, but not limited to, any nonconsenting interests and leased mineral interests, in an approximate 400-acre wellbore spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation, effective as of the date of the Application.

Order No. 407-1096, Docket No. 1407-UP-207, Wattenberg Field, Weld County

Approves Kerr-McGee Oil & Gas Onshore LP's request for an order to, among other things: Pool all interests in an approximate 200-acre designated wellbore spacing unit established for the Application Lands, for the development and operation of the Codell Formation.

## RECORD OF PROCEEDINGS

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Order No. 407-1097, Docket No. 1407-UP-208, Wattenberg Field, Weld County

Approves Kerr-McGee Oil & Gas Onshore LP's request for an order to, among other things: Pool all interests in an approximate 200-acre designated wellbore spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation.

Order No. 407-1098, Docket No. 1407-UP-209, Wattenberg Field, Weld County

Approves Kerr-McGee Oil & Gas Onshore LP's request for an order to, among other things: Pool all interests in an approximate 400-acre designated wellbore spacing unit established for the Application Lands, for the development and operation of the Codell Formation.

Order No. 407-1099, Docket No. 1407-UP-210, Wattenberg Field, Weld County

Approves Kerr-McGee Oil & Gas Onshore LP's request for an order to, among other things: Pool all interests in an approximate 400-acre designated wellbore spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation.

Order No. 407-2000, Docket No. 1407-UP-211, Wattenberg Field, Weld County

Approves Kerr-McGee Oil & Gas Onshore LP's request for an order to, among other things: Pool all interests in an approximate 400-acre designated wellbore spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation.

Order No. 407-2001, Docket No. 1407-UP-212, Wattenberg Field, Weld County

Approves Kerr-McGee Oil & Gas Onshore LP's request for an order to, among other things: Pool all interests in an approximate 400-acre designated wellbore spacing unit established for the Application Lands, for the development and operation of the Codell Formation.

Order No. 407-2002, Docket No. 1407-UP-213, Wattenberg Field, Weld County

Approves Kerr-McGee Oil & Gas Onshore LP's request for an order to among other things: Pool all interests in an approximate 400-acre designated wellbore spacing unit established for the Application Lands, for the development and operation of the Codell Formation.

Order No. 407-2003, Docket No. 1407-UP-214, Wattenberg Field, Weld County

Approves Kerr-McGee Oil & Gas Onshore LP's request for an order to, among other things: Pool all interests, including, but not limited to, any nonconsenting interests and leased mineral interests, in an approximate 480-acre wellbore spacing unit established for the Application Lands, for the development and operation of the Codell Formation, effective as of the date of the Application.

Order No. 407-2004, Docket No. 1407-UP-215, Wattenberg Field, Weld County

Approves Kerr-McGee Oil & Gas Onshore LP's request for an order to, among other things: Pool all interests, including, but not limited to, any nonconsenting interests and leased mineral interests, in an approximate 480-acre wellbore spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation, effective as of the date of the Application.

Order No. 407-2005, Docket No. 1407-UP-216, Wattenberg Field, Weld County

Approves Kerr-McGee Oil & Gas Onshore LP's request for an order to, among other things: Pool all interests, including, but not limited to, any nonconsenting interests and leased mineral interests, in an approximate 240-acre wellbore spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation, effective as of the date of the Application.

## RECORD OF PROCEEDINGS

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Order No. 407-2006, Docket No. 1407-UP-217, Wattenberg Field, Weld County

Approves Kerr-McGee Oil & Gas Onshore LP's request for an order to, among other things: Pool all interests, including, but not limited to, any nonconsenting interests and leased mineral interests, in an approximate 480-acre wellbore spacing unit established for the Application Lands, for the development and operation of the Codell Formation, effective as of the date of the Application.

Order No. 407-2007, Docket No. 1407-UP-218, Wattenberg Field, Weld County

Approves Kerr-McGee Oil & Gas Onshore LP's request for an order to, among other things: Pool all interests, including, but not limited to, any nonconsenting interests and leased mineral interests, in an approximate 240-acre wellbore spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation, effective as of the date of the Application.

Order No. 407-2008, Docket No. 1407-UP-219, Wattenberg Field, Weld County

Approves Kerr-McGee Oil & Gas Onshore LP's request for an order to, among other things: Pool all interests, including, but not limited to, any nonconsenting interests and leased mineral interests, in two approximate 479-acre wellbore spacing units established for the Application Lands, for the development and operation of the Codell and Niobrara Formations, effective as of the date of the Application.

Order No. 407-2009, Docket No. 1407-UP-220, Wattenberg Field, Weld County

Approves Kerr-McGee Oil & Gas Onshore LP's request for an order to, among other things: Pool all interests, including, but not limited to, any nonconsenting interests and leased mineral interests, in two approximate 480-acre wellbore spacing units established for the Application Lands, for the development and operation of the Codell and Niobrara Formations, effective as of the date of the Application.

Order No. 407-2010, Docket No. 1407-UP-223, Wattenberg Field, Weld County

Approves Noble Energy Inc's request for an order to, among other things: Pool all interests in an approximate 717-acre wellbore spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation, effective as of the date of the Application.

Order No. 407-2011, Docket No. 1407-UP-224, Unnamed Field, Weld County

Approves Noble Energy, Inc's request for an order to, among other things: 1) Vacate an approximate 640-acre drilling and spacing unit established by Order No. 535-3 for Section 19, Township 9 North, Range 60 West, 6th P.M. for the production of oil, gas and associated hydrocarbons from the Niobrara Formation; 2) Establish an approximate 640-acre exploratory drilling and spacing unit for the Application Lands, and approve one horizontal well within the unit, for the production of oil, gas and associated hydrocarbons from the Cretaceous age formations.

Order No. 407-2012, Docket No. 1407-UP-225, Wattenberg Field, Weld County

Approves Noble Energy, Inc's request for an order to, among other things: Pool all interests in an approximate 372-acre designated wellbore spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation.

Order No. 407-2013, Docket No. 1407-UP-226, Wattenberg Field, Weld County

Approves Noble Energy, Inc's request for an order to, among other things: Pool all interests in two approximate 720-acre designated wellbore spacing units established for the Application Lands, for the development and operation of the Niobrara Formation.

## RECORD OF PROCEEDINGS

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Order No. 407-2014, Docket No. 1407-UP-227, Wattenberg Field, Weld County

Approves Noble Energy, Inc's request for an order to, among other things: Pool all interests in three approximate 640-acre designated wellbore spacing units established for the Application Lands, for the development and operation of the Niobrara Formation.

Order No. 407-2015, Docket No. 1407-UP-228, Wattenberg Field, Weld County

Approves Noble Energy, Inc's request for an order to, among other things: Pool all interests in an approximate 280-acre wellbore spacing unit established for the Application Lands, for the development and operation of the Codell Formation.

Order No. 407-2016, Docket No. 1407-UP-229, Wattenberg Field, Weld County

Approves Noble Energy, Inc's request for an order to, among other things: Pool all interests in two approximate 560-acre designated wellbore spacing units established for the Application Lands, for the development and operation of the Niobrara Formation.

Order No. 407-2017, Docket No. 1407-UP-230, Wattenberg Field, Weld County

Approves Noble Energy, Inc's request for an order to among other things: Pool all interests in an approximate 279-acre wellbore spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation.

Order No. 407-2018, Docket No. 1407-UP-231, Wattenberg Field, Weld County

Approves Noble Energy, Inc's request for an order to, among other things: Pool all interests in five approximate 558-acre designated wellbore spacing units established for the Application Lands, for the development and operation of the Codell and Niobrara Formations.

Order No. 407-2019, Docket No. 1407-UP-232, Wattenberg Field, Weld County

Approves Noble Energy, Inc's request for an order to among other things: Pool all interests in an approximate 484-acre designated wellbore spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation.

Order No. 407-2020, Docket No. 1407-UP-233, Wattenberg Field, Weld County

Approves Noble Energy, Inc's request for an order to, among other things: 1) Vacate Order No. 407-936 as it applies to Section 25, Township 6 North, Range 65 West, 6th P.M.; 2) Declare previously unnoticed parties subject to Order No. 407-936, which pooled all interests in three approximate 320-acre designated wellbore spacing units established for the Application Lands, for the development and operation of the Codell or Niobrara Formation.

Order No. 407-2021, Docket No. 1407-UP-234, Wattenberg Field, Weld County

Approves Noble Energy, Inc's request for an order to, among other things: Pool all interests in an approximate 414-acre designated wellbore spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation.

Order No. 407-2022, Docket No. 1407-UP-235, Wattenberg Field, Weld County

Approves Noble Energy, Inc's request for an order to, among other things: Pool all interests in an approximate 720-acre designated wellbore spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation.

Order No. 407-2023, Docket No. 1407-UP-236, Wattenberg Field, Weld County

Approves Noble Energy, Inc's request for an order to, among other things: 1) Vacate portions of Order No. 407-991 as it applies to the Storis E24-73-1HNA Well (API No. 05-123-38150) (DWSU

## RECORD OF PROCEEDINGS

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No. 3 in Order No. 407-991) and the Storis E24-73-1HNC Well (API No. 05-123-38148) (DWSU No. 4 in Order No. 407-991) for the development and operation of the Niobrara Formation.

Order No. 407-2024, Docket No. 1407-UP-238, Wattenberg Field, Weld County

Approves Noble Energy Inc's request for an order to, among other things: Pool all interests in three approximate 657-acre wellbore spacing units established for the Application Lands, for the development and operation of the Niobrara Formation, effective as of the date of the Application.

Order No. 407-2025, Docket No. 1407-UP-239, Wattenberg Field, Weld County

Approves Noble Energy, Inc's request for an order to, among other things: Pool all interests in three approximate 557-acre designated wellbore spacing units established for the Application Lands, for the development and operation of the Niobrara and Codell Formations.

Order No. 407-2026, Docket No. 1407-UP-240, Wattenberg Field, Weld County

Approves Noble Energy, Inc's request for an order to, among other things: Pool all interests in an approximate 279-acre wellbore spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation.

Order No. 407-2027, Docket No. 1407-UP-241, Wattenberg Field, Weld County

Approves PDC Energy, Inc.'s request for an order to, among other things: Pool all interests in an approximate 400-acre wellbore spacing unit established for the Application Lands, for the development and operation of the Codell Formation.

Order No. 407-2028, Docket No. 1407-UP-242, Wattenberg Field, Weld County

Approves PDC Energy, Inc.'s request for an order to, among other things: Pool all interests in an approximate 160-acre designated wellbore spacing unit established for the Application Lands, for the development and operation of the Codell-Niobrara Formation.

Order No. 407-2029, Docket No. 1407-UP-243, Wattenberg Field, Weld County

Approves PDC Energy, Inc.'s request for an order to, among other things: Pool all interests in an approximate 200-acre wellbore spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation.

Order No. 407-2030, Docket No. 1407-UP-244, Wattenberg Field, Weld County

Approves PDC Energy, Inc.'s request for an order to, among other things: Pool all interests in an approximate 400-acre wellbore spacing unit established for the Application Lands, for the development and operation of the Codell Formation.

Order No. 407-2031, Docket No. 1407-UP-245, Wattenberg Field, Weld County

Approves PDC Energy, Inc.'s request for an order to, among other things: Pool all interests in an approximate 400-acre designated wellbore spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation.

Order No. 407-2032, Docket No. 1407-UP-246, Wattenberg Field, Weld County

Approves PDC Energy, Inc.'s request for an order to, among other things: Pool all interests in an approximate 160-acre designated wellbore spacing unit established for the Application Lands, for the development and operation of the Codell-Niobrara Formation.

## RECORD OF PROCEEDINGS

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Order No. 407-2033, Docket No. 1407-UP-247, Wattenberg Field, Weld County

Approves PDC Energy, Inc.'s request for an order to, among other things: Pool all interests in an approximate 400-acre designated wellbore spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation.

Order No. 531-13, Docket No. 1407-SP-2093, Unnamed Field, Jackson County

Approves EE3 LLC's request for an order to, among other things: 1) Establish an approximate 640-acre drilling and spacing unit for the Application Lands, and approve up to three horizontal wells within the unit, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation; 2) Establish an approximate 640-acre drilling and spacing unit for the Application Lands, and approve up to three horizontal wells within the unit, for the production of oil, gas and associated hydrocarbons from the Frontier Formation.

Order No. 531-14, Docket No. 1407-SP-2094, Unnamed Field, Jackson County

Approves EE3 LLC's request for an order to, among other things: 1) Establish an approximate 640-acre drilling and spacing unit for the Application Lands, and approve up to three horizontal wells within the unit, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation; 2) Establish an approximate 640-acre drilling and spacing unit for the Application Lands, and approve up to three horizontal wells within the unit, for the production of oil, gas and associated hydrocarbons from the Frontier Formation.

Order No. 531-15, Docket No. 1407-SP-2095, Unnamed Field, Jackson County

Approves EE3 LLC's request for an order to, among other things: 1) Establish an approximate 640-acre drilling and spacing unit for the Application Lands, and approve up to three horizontal wells within the unit, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation; 2) Establish an approximate 640-acre drilling and spacing unit for the Application Lands, and approve up to three horizontal wells within the unit, for the production of oil, gas and associated hydrocarbons from the Frontier Formation.

Order No. 531-16, Docket No. 1407-SP-2096, Unnamed Field, Jackson County

Approves EE3 LLC's request for an order to, among other things: 1) Establish an approximate 640-acre drilling and spacing unit for the Application Lands, and approve up to three horizontal wells within the unit, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation; 2) Establish an approximate 640-acre drilling and spacing unit for the Application Lands, and approve up to three horizontal wells within the unit, for the production of oil, gas and associated hydrocarbons from the Frontier Formation.

Order No. 531-17, Docket No. 1407-AW-16, Unnamed Field, Jackson County

Approves EE3 LLC's request for an order to among other things: Approve two additional horizontal wells, for a total of up to three horizontal wells, within an approximate 640-acre drilling and spacing unit established by Order No. 531-12 for the Application Lands for the production of oil, gas and associated hydrocarbons from the Niobrara Formation.

Order No. 535-504, Docket No. 1406-SP-2074, Unnamed Field, Weld County

Approves Whiting Oil and Gas Corporation's request for an order to, among other things: 1) Establish an approximate 960-acre drilling and spacing unit for the Niobrara Formation; 2) Approve up to 16 horizontal wells within the unit.

## RECORD OF PROCEEDINGS

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### Order No. 535-505, Docket No. 1407-AW-17, Wattenberg Field, Weld County

Approves Whiting Oil and Gas Corporation's request for an order to, among other things: 1) Modify Order No. 535-314 as it applies to Sections 27 and 34, Township 10 North, Range 58 West, 6th P.M. to include the Codell Formation; 2) Approve an additional 16 horizontal wells for a total of up to 32 horizontal wells within an approximate 960-acre drilling and spacing unit established by Order No. 535-178 for the Codell and Niobrara Formations.

### Order No. 535-506, Docket No. 1407-AW-18, Wattenberg Field, Weld County

Approves Whiting Oil and Gas Corporation's request for an order to among other things: 1) Modify Order No. 535-314 as it applies to Sections 27 and 34, Township 10 North, Range 58 West, 6th P.M. to include the Codell Formation; 2) Approve an additional 16 horizontal wells for a total of up to 32 horizontal wells within an approximate 960-acre drilling and spacing unit established by Order No. 535-178 for the Codell and Niobrara Formations.

### Order No. 535-507, Docket No. 1407-AW-19, Wattenberg Field, Weld County

Approves Whiting Oil and Gas Corporation's request for an order to among other things: 1) Modify Order Nos. 535-314 and 535-471 as they apply to Sections 1, 2, 3, 10, 11, and 12, Township 10 North, Range 58 West, 6th P.M. to include the Codell Formation. 2) Approve up to 32 horizontal wells within an approximate 960-acre drilling and spacing unit established by Order No. 535-178 for the Codell and Niobrara Formations.

### Order No. 535-508, Docket No. 1407-AW-21, Unnamed Field, Weld County

Approves Whiting Oil and Gas Corporation's request for an order to among other things: 1) Modify Order Nos. 535-314, 535-413, 535-414, and 535-471 as they apply to Sections 6, 7, 18, 30 and 31, Township 10 North, Range 57 West, 6th P.M. and Sections 9, 10, 11, 12, 13, 14, 15, 16, 21, 23, 24, 26, 28 and 35, Township 10 North, Range 58 West, 6th P.M. to include the Codell Formation; 2) Approve an additional 16 horizontal wells for a total of up to 32 horizontal wells within each approximate 640 to 960-acre drilling and spacing units, for the production of oil, gas, and associated hydrocarbons from the Codell and Niobrara Formations.

### Order No. 535-509, Docket No. 1407-SP-2082, Wattenberg Field, Weld County

Approves Carrizo Oil and Gas, Inc.'s request for an order to among other things: 1) Vacate an approximate 640-acre drilling and spacing unit established by Order No. 535-3 for Section 28, Township 8 North, Range 61 West, 6th P.M.; 2) Vacate an approximate 640-acre drilling and spacing unit established by Order No. 535-69 for Section 33, Township 8 North, Range 61 West, 6th P.M.; 3) Establish an approximate 960-acre drilling and spacing unit for the Application Lands, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation; 4) Approve up to 16 horizontal wells for the approximate 960-acre drilling and spacing unit to be established for the Application Lands, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation.

### Order No. 535-510, Docket No. 1407-SP-2083, Unnamed Field, Arapahoe County

Approves ConocoPhillips Company's request for an order to among other things: 1) vacate two approximate 640-acre drilling and spacing units established by Order No. 535-97 for Sections 17 and 18, Township 4 South, Range 65 West, 6th P.M; and 2) establish an approximate 1280-acre exploratory drilling and spacing unit for the Application Lands, for the production of oil, gas, and associated hydrocarbons from the Niobrara Formation.

## RECORD OF PROCEEDINGS

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Order No. 535-511, Docket No. 1407-SP-2084, Unnamed Field, Adams County

Approves ConocoPhillips Company's request for an order to among other things: 1) vacate two approximate 640-acre drilling and spacing units established by Order No. 535-89 for Sections 13 and 14, Township 3 South, Range 65 West, 6th P.M.; and 2) establish an approximate 1280-acre exploratory drilling and spacing unit for the Application Lands, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation.

Order No. 535-512, Docket No. 1407-SP-2085, Unnamed Field, Adams County

Approves ConocoPhillips Company's request for an order to among other things: 1) vacate two approximate 640-acre drilling and spacing units established by Order No. 535-89 for Sections 16 and 17, Township 3 South, Range 65 West, 6th P.M.; and 2) establish an approximate 1280-acre exploratory drilling and spacing unit for the Application Lands, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation.

Order No. 535-513, Docket No. 1407-SP-2086, Unnamed Field, Adams County

Approves ConocoPhillips Company's request for an order to among other things: 1) Vacate two approximate 640-acre drilling and spacing units established by Order No. 535-89 for Sections 22 and 23, Township 3 South, Range 65 West, 6th P.M.; 2) Establish an approximate 1280-acre exploratory drilling and spacing unit for the Application Lands, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation.

Order No. 535-514, Docket No. 1407-SP-2087, Unnamed Field, Arapahoe County

Approves ConocoPhillips Company's request for an order to among other things: 1) Establish an approximate 960-acre exploratory drilling and spacing unit for the Application Lands, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation; 2) Approve up to two horizontal wells within the unit.

Order No. 535-515, Docket No. 1407-SP-2088, Unnamed Field, Douglas & Elbert Counties

Approves ConocoPhillips Company's request for an order to among other things: 1) Establish an approximate 640-acre exploratory drilling and spacing unit for the Application Lands, for the production of oil, gas, and associated hydrocarbons from the Niobrara Formation; 2) Approve one horizontal well within the unit.

Order No. 535-516, Docket No. 1407-SP-2089, Unnamed Field, Arapahoe County

Approves ConocoPhillips Company's request for an order to among other things: 1) Vacate an approximate 640-acre drilling and spacing unit established by Order No. 535-246 for Section 8, Township 4 South, Range 63 West, 6th P.M.; 2) Establish an exploratory 1280-acre drilling and spacing unit for the Application Lands, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation; 3) Approve up to two horizontal wells within the unit.

Order No. 535-517, Docket No. 1407-SP-2090, Unnamed Field, Arapahoe County

Approves ConocoPhillips Company's request for an order to among other things: 1) Vacate an approximate 640-acre drilling and spacing unit established by Order No. 535-244 for Section 24, Township 4 South, Range 64 West, 6th P.M. 2) Establish an approximate 1280-acre exploratory drilling and spacing unit for the Application Lands, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation; 3) Approve up to two horizontal wells within the unit.

Order No. 535-518, Docket No. 1407-SP-2091, Unnamed Field, Arapahoe County

Approves ConocoPhillips Company's request for an order to among other things: 1) Vacate an approximate 640-acre drilling and spacing unit established by Order No. 535-97 for Section 6,

## RECORD OF PROCEEDINGS

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Township 4 South, Range 65 West, 6th P.M.; 2) Establish an approximate 1280-acre exploratory drilling and spacing unit for the Application Lands, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation; 3) Approve up to two horizontal wells within the unit.

Order No. 535-519, Docket No. 1407-SP-2092, Unnamed Field, Arapahoe County

Approves ConocoPhillips Company's request for an order to among other things: 1) Vacate two approximate 640-acre drilling and spacing units established by Order No. 535-97 for Sections 5 and 6, Township 4 South, Range 64 West, 6th P.M.; 2) Establish an approximate 1280-acre exploratory drilling and spacing unit for the Application Lands, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation; 3) Approve up to two horizontal wells within the unit.

Order No. 535-520, Docket No. 1407-SP-2097, Unnamed Field, Jackson County

Approves Foundation Energy Fund III-A, L.P., Foundation Energy Fund III-B Holding, L.L.C., Foundation Energy Fund IV-A, L.P., and Foundation Energy Fund IV-B Holding, L.L.C.'s request for an order to among other things: 1) Vacate an approximate 640-acre drilling and spacing unit established by Order No. 535-378 for Section 28, Township 8 North, Range 60 West, 6th P.M. for the production of oil, gas and associated hydrocarbons from the Niobrara Formation. 2) Vacate an approximate 640-acre drilling and spacing unit established by Order No. 535-390 for Section 33, Township 8 North, Range 60 West, 6th P.M., for the production of oil, gas and associated hydrocarbons from the Niobrara Formation. 3) Establish an approximate 1280-acre drilling and spacing unit for the Application Lands, for the production of oil, gas and associated hydrocarbons from the Codell and Niobrara Formations; 4) Approve up to four horizontal wells within the approximate 1280-acre drilling and spacing unit, for the production of oil, gas and associated hydrocarbons from the Codell and Niobrara Formations.

Order No. 535-521, Docket No. 1407-SP-2098, Unnamed Field, Weld County

Approves Noble Energy, Inc.'s request for an order to among other things: 1) Vacate an approximate 640-acre drilling and spacing unit established by Order No. 535-3 for Section 19, Township 9 North, Range 60 West, 6th P.M. for the production of oil, gas and associated hydrocarbons from the Niobrara Formation; 2) Establish an approximate 640-acre exploratory drilling and spacing unit for the Application Lands, and approve one horizontal well within the unit, for the production of oil, gas and associated hydrocarbons from the Cretaceous age formations

Order No. 535-522, Docket No. 1407-UP-198, Unnamed Field, Weld County

Approves Cirque Resources, LLC's request to: Pool all interests in an approximate 640-acre drilling and spacing unit established for the Application Lands, for the development and operation of the Codell Formation, effective as of the date of the Application.

Order No. 535-523, Docket No. 1407-UP-199, Unnamed Field, Arapahoe County

Approves ConocoPhillips Company's request for an order to among other things: Pool all interests in an approximate 1280-acre exploratory drilling and spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation.

Order No. 535-524, Docket No. 1407-UP-237, Unnamed Field, Weld County

Approves Noble Energy, Inc.'s request for an order to among other things: 1) Vacate Order No. 535-343 in its entirety; 2) Pool all interests in an approximate 640-acre exploratory drilling and spacing unit established for the Application Lands, for the development and operation of the Cretaceous age formations.

## RECORD OF PROCEEDINGS

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### Order No. 535-525, Docket No. 1407-SP-2080, Wattenberg Field, Weld County

Approves Carrizo Oil and Gas, Inc.'s request for an order to among other things: 1) Vacate two approximate 640-acre drilling and spacing units established by Order No. 535-3, for Sections 2 and 3, Township 8 North, Range 61 West, 6th P.M.; 2) Vacate Order No. 535-295 as it applies to Section 2, Township 8 North, Range 61 West, 6th P.M.; 3) Vacate Order Nos. 535-215, 535-373, 535-411 and 535-463 in their entirety; 4) Establish an approximate 960-acre drilling and spacing unit for the Application Lands, and approve up to 16 horizontal wells within the unit, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation.

### Order No. 535-526, Docket No. 1407-SP-2099, Wattenberg Field, Weld County

Approves Red Hawk Petroleum, LLC's request for an order to among other things: 1) Modify Order Nos. 407-514 and 535-104 to allow 300 foot setbacks to the unit boundaries of Section 1, Township 7 North, Range 60 West, 6th P.M. and Sections 2 and 11, Township 7 North, Range 60 West, 6th P.M.

### Order No. 535-527, Docket No. 1407-UP-248, Wattenberg Field, Weld County

Approves Red Hawk Petroleum, LLC's request for an order to among other things: Pool all interests, including previously unnoticed interests, in an approximate 1,280-acre drilling and spacing unit established by Order No. 535-51, for the development and operation of the Niobrara Formation.

### Order No. 547-8, Docket No. 1404-SP-2053, Sulphur Field, Rio Blanco County

Approves WPX Energy Rocky Mountain, LLC's request for an order to, among other things: 1) Establish an approximate 1295-acre exploratory drilling unit for the Mancos, Niobrara, Frontier, Mowry, and Dakota Formations. 2) Approve the one or more horizontal wells, and one or more vertical or directional wells within the unit.

### Order No. 547-9, Docket No. 1404-SP-2054, Grand Valley Field, Garfield County

Approves WPX Energy Rocky Mountain, LLC's request for an order to, among other things: 1) Establish an approximate 1132-acre exploratory drilling unit for the Mancos, Niobrara, Frontier, Mowry, and Dakota Formations. 2) Approve the one or more horizontal wells, and one or more vertical or directional wells within the unit.

### Order No. 547-10, Docket No. 1404-SP-2055, Grand Valley Field, Garfield County

Approves WPX Energy Rocky Mountain, LLC's request for an order to, among other things: 1) Amend Order No. 510-59 to allow the treated interval of any permitted well within an approximate 2605-acre exploratory drilling unit to be located no closer than 300 feet from the northern and southern unit boundaries and 600 feet from the eastern and western unit boundaries, and no closer than 300 feet from the treated interval of any other wellbore producing from the same source of supply.

### Order 547-11, Docket No. 1406-SP-2065, Unnamed Field, Garfield County

Denies Ursa Operating Company LLC's request for an order to, among other things, establish an approximate 960-acre exploratory drilling unit for the Application Lands, for the production of gas and associated hydrocarbons from the Mancos, Niobrara, Frontier, Mowry and Dakota Formations.

### Order No. 547-12, Docket No. 1407-SP-2100, Parachute Field, Garfield County

Approves Ursa Operating Company LLC's request for an order to among other things: 1) establish an approximate 1280-acre exploratory drilling and spacing unit for the Application Lands, for the production of oil, gas and associated hydrocarbons from the Mancos, Niobrara, Frontier, Mowry,

## RECORD OF PROCEEDINGS

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and Dakota Formations (collectively, "Deep Formations") and 2) approve up to ten horizontal, vertical, or directional wells within the approximate 1280-acre exploratory drilling and spacing unit.

Order No. 1R-120, Docket No. 1407-RM-01

Approves additions and amendments to the Commission's Rules of Practice and Procedure, 2 C.C.R. 404-1, in a "Clean-up Rulemaking."

Order No. 1-188, Docket No. 1407-GA-01, Weld County

Approves High Plains Disposal, Inc.'s request for permit to drill and operate a proposed Class II underground injection control well, the HPD Platteville 2 Well for the NE¼ NE¼ of Section 24, Township 3 North, Range 66 West, 6th P.M. for disposal of Class II wastewater into the Denver-Julesburg Injection Zone, including Lyons Formation and Fountain Formation and all formations in between.

Order No. 1-189, Docket No. 1407-GA-02, City of Brighton, Adams County

Approves Staff's request for an order to among other things: Create a system to protect the Public Water System within and adjacent to the City of Brighton in Adams County.

### **Enforcement Matters**

Order No. 1V-399, Docket No. 1211-OV-12 Encana Oil & Gas (USA) Inc.

Approves Staff's request of an AOC with Encana, which acknowledges violations of Rule 805.a., Rule 907.a.(1), and Rule 912.a. at the Ross 'G' Unit Well #1 ("Well") in Boulder County, but offsets the \$15,000 penalty, by recognizing Encana response costs in excess of the penalty, which also provided a public benefit. The AOC also acknowledges Encana's settlement agreement with the Complainant party. The AOC dismisses the Complainant's case and Boulder County's intervention in support of the Complainant, in response to a joint stipulated motion to dismiss.

Order 1V-471, Docket No. 1407-OV-51 Dejour Energy (USA) Corporation

Approves Staff's request of an AOC with Dejour Energy (USA) Corporation imposing a \$45,000 penalty for violations of § 34-60-121(1), C.R.S., Rule 205A, Rule 308B and Rule 316C at the Federal 6/7-14-21 well, the Federal 6/7-15-21 well, the Federal 6/7-13-21 well and the Federal 6/7-16-21 well, located in Garfield County, Colorado.

Order No. 1V-472, Docket No. 1404-OV-35 Enervest Operating, LLC

Approves Staff's requests of an AOC with Enervest Operating, LLC imposing a \$1,000 penalty for one, one-day violation of Rule 311 at the Oskarson #2 Well located in Weld County, Colorado.

Order No. 1V-473, Docket No. 1407-OV-29 CCI Paradox Upstream, LLC

Approves Staff's request of an AOC with CCI Paradox Upstream, LLC imposing a \$18,000 penalty for a violation of Rule 326.b.1 at the Wray Mesa #36-34-47-20 Well located in Montrose County, Colorado and a violation of Rule 326.d at the Andy's Mesa-Federal #6 Well located in San Miguel County, Colorado.

Order No. 1V-474, Docket No. 1407-OV-58 Wiepking-Fullerton Energy LLC

Approves Staff's request of an AOC with Wiepking-Fullerton Energy LLC, (Operator No. 96340) imposing a \$1,000 penalty for a single-day violation of Rule 324A.a arising out of a fire on March 10, 2014 at the Aloha Mula #1 Well in Lincoln County.

## RECORD OF PROCEEDINGS

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Order No. 1V-476, Docket No. 1407-OV-54 Bonanza Creek Energy Operating Company, LLC  
Approves Staff's request of an AOC with Bonanza Creek Energy Operating Company, LLC  
(Operator No. 8960) imposing a \$3,000 penalty for three, single-day violations arising out of a  
fire on April 8, 2014 at the State North Platte 41-44- 26HNC Well in Weld County.

Order No. 1V-477, Docket No. 1407-OV-52 Sundance Energy Inc.,  
Approves Staff's request of an AOC with Sundance Energy Inc., (Operator No. 10340) imposing  
a \$4,000 penalty for four, single-day violations arising out of a fire on April 16, 2014 at the Grant  
Brothers 23-2-Ae Well in Weld County.

-END-

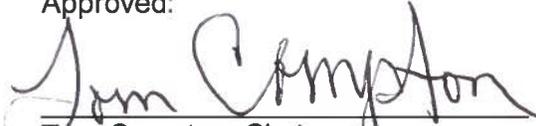
FOR THE COLORADO OIL AND GAS  
CONSERVATION COMMISSION



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Robert J. Frick, Secretary

Approved:



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Tom Compton, Chairman