

**GARY NILES \* STELLA BARRETT**

*Route 2, Box 99 \* CIBOLA, ARIZONA 85328 \* 760-854-1825*

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PIONEER NATURAL RESOURCES COMPANY  
5205 North O'Connor Blvd, Suite 200  
Irving, Texas 75039

September 25, 2015

*via Certified US Mail*

Attention: BOARD OF DIRECTORS

Subject: Well Noise Maintenance Policy Impacts Human Health

Reference: a) ALABASTER 11-8 Well Site, Rancho La Garita, Trinidad, Colorado;  
b) Documentation of verbal discussions noted below.

This letter brings to the attention of PIONEER management an example of declining maintenance policy, procedure and response time. Technically a complaint, it is recognized that changing times often force decisions to be delayed and/or shortsighted.

The real goal here is to revisit the positive "win-win" philosophy espoused on the company's website and help empower the maintenance personnel, the "cream-of-the-crop" who have been retained by Pioneer, with the authority to make wise long-term decisions regarding public health and safety issues. The employees are the best... but still capable of misjudgment due to management and production pressures to "stretch the dollar". There is confidence Pioneer will ultimately "do the right thing" in this case.

**BACKGROUND**

My wife and I, family members and friends, as landowners in Rancho La Garita, have spent the last 10 summers developing Lots 346, 47, 52, 53, 54 & 83, adjacent to and north of the ALABASTER well located on or near Lots 84/351.

Over the years, especially after the dusty construction traffic subsided, there has been an excellent working relationship between landowners and Pioneer management and employees. In August 2008, for example, Pioneer Engineer Chris Sanchez was especially attentive when upper shaft bearings at TALLADEGA 13-6, west of County Road 41.7, were making excessive noise. His immediate response helped resolve the problem within 48 hours. By 2015 both TALLADEGA wells, now electric-driven with ultra-quiet bearings, produce so little noise that they are barely audible 50 feet away. Nearby MONTE CARLO 31-7 was similarly repaired several years ago and is nearly as quiet.

Our home on Lot 53 is located about 150 yards north of STORM PEAK 44-6 (Lot 52) and 500 yards south of MONTEREY 33-6. The former still has an engine-driven rotary pump and the other two are electric, all with older and louder shaft bearings. As close as we are, under normal weather conditions the engine and bearing noise from these wells are seldom heard at our house because it sits on a hill 100 feet higher than the wells and is shielded by large rocks and trees. Over the previous six years we have called two or three times when

the engine RPM began fluctuating or shaft bearings needed oil. Pioneer crews always responded within 24 hours to make the necessary repairs.

### ALABASTER IS DIFFERENT

Although this well is further south, approximately 650 yards from our home, it sits on a ridge at the same elevation where practically nothing blocks its noise. When first installed about six years ago, neighbors in closer proximity complained about the noise of this well resulting in the construction of a sound enclosure and placement of a large water tank on its east side to help block the noise. Occasionally a faint engine noise would drift across the canyon to our house however we never considered it a problem.

In June of this year, 2015, an entirely different and much louder sound was heard coming from ALABASTER which is the only engine-driven, vertical-piston well pump within a mile radius (all others have rotary pumps). The engine noise is unusual because of its higher-pitched shrill sound plus a continuous fluctuating RPM (between 1,700 and 2,000 rpm) at 10 second intervals. The constant loud "revving" makes it impossible to ever "get used to" the sound and Alabaster is considerably louder than any well in the area. It is audible at our home at least 50% of the time depending on wind & weather conditions and our neighbor Bert Nale, Lot 69, occasionally hears it even though he's a mile away!

### HISTORY OF THE PROBLEM

The following is a summary of discussions and meetings with Pioneer employees who so far have failed to improve the situation.

June 21, 2015. A telephone complaint was called-in and answered by Don at Pioneer's Trinidad facility regarding the pump engine at ALABASTER which was constantly "revving" and making an exceptionally loud noise.

Thursday, June 25. After no acknowledgement and no change in noise level, a visit was made to Pioneer's Trinidad facility. The receptionist attempted to contact Pioneer foreman David Baca and left a voice message. We were given his cell phone number, 719-859-4066, and told he had total maintenance responsibility for wells in this area, including ALABASTER.

Friday, June 26. A second voice message was left for David Baca with no response. Based on previous experience it was hoped a crew might arrive before the weekend to service or repair the engine.

Saturday, June 27. The engine continued making the loud noise and revving described above. It was decided to walk over to the well site. The sound enclosure was discovered damaged with the door open. In discussion with Ken & Esther Villard at their home on adjoining Lot 83, they agreed the noise was much louder than previous years and they were planning to contact Pioneer next week. They too assumed the engine was either worn-out or damaged and in need of repair.

Monday, June 29. An appointment was made to meet with engineer Chris Sanchez and foreman David Baca on Wednesday.

Wednesday, July 1. Chris Sanchez and David Baca inspected the well site and met at our home on Lot 53. Chris courteously explained the maximum noise level allowed by the Colorado Oil & Gas Conservation Commission (COGCC) is 50 db and that the sound level he measured this morning at ALABASTER was 45 to 48 db.

We explained that the noise is louder during periods of high humidity, at night, or when wind direction shifts and comes up the canyon. The constant RPM fluctuation, every 10 seconds, is very wearing, impossible to get used to and disrupts our sleep.

It was learned the original engine installed at this site had been replaced several months ago (about April, 2015) with a smaller engine. Proving inadequate, the new smaller engine had been retrofitted with a turbo-charger in order boost the power needed to drive the vertical hydraulic pumping cylinder used on this well. It was explained that the original engine, being larger, did not have to "work as hard" as the new little one and was therefore able to power the system without changing RPM. Additionally, the larger engine created a less-shrill, lower-frequency sound than the higher-revving small engine, which helps explain why it was rarely heard in previous years.

After listening to the engine noise reaching our house, located 1/3 of a mile from the well, Chris and David agreed it was exceptionally loud and said they would explore several options to help reduce the noise to a more tolerable level. One idea was to replace the stock fan blade with a different-pitched blade (PROPOSED FIX # 1). They also planned to inspect the muffler system to ensure it was in optimum condition. This would take about two weeks and it was confirmed that David Baca is responsible for scheduling maintenance and budgeting funds.

Thursday, July 16. Noticing no change in the noise, we walked over to the well and by chance met Robert with his XTO crew inspecting the site. No work had been done yet. He said they would try reducing the size of the sound enclosure (FIX # 2) thereby hoping to direct the noise upward, plus suggested installing a secondary "hospital muffler" (PROPOSED FIX # 3). Robert said he's lived next to wells and agrees that the fluctuating RPM revving noise is especially annoying.

Telephoned Chris Sanchez to confirm this plan and thank him and David for their help in resolving the noise issue.

Friday, July 17. We departed La Garita for Spokane, Washington.

Approx July 23. Received a phone message from Chris Sanchez stating that the sound enclosure had been modified. Being out-of-town, we were unable to confirm a change in noise level and suggested Pioneer follow-up during our absence.

Tuesday, July 28. Received a phone message from neighbor Ken Villard, Lot 83. He recently spoke with Chris Sanchez regarding the noise at ALABASTER and was told Pioneer plans to install a roof cover (PROPOSED FIX # 4) on the sound enclosure in an attempt to reduce the noise.

Monday, August 17. We returned to La Garita from our Spokane trip. Not knowing if the roof cover had been installed, we monitored the sound during the week however noticed no decrease in noise level.

Sunday, August 23. We walked to the well site and confirmed there was no roof cover and apparently nothing more had been done over the last month.

Monday, August 24. Telephoned Chris Sanchez to discuss the continued noise. He said he would contact David Baca tomorrow to discuss the installation of a roof which would hopefully be all that's needed.

Monday, August 31. In a telephone conversation with Stella, David Baca said a crew would install a "half-roof" either this week (9-1 – 9-4) or next week (9-8 – 9-11).

Thursday, September 10. Checking the well site on the way to Trinidad, it was apparent no work was being done. We stopped again at the Pioneer office to find a more senior manager to talk with regarding the ongoing noise issue. We were told Duane Hiss is the Superintendent however he was in a meeting and unavailable. We met briefly with Bob Gill, Compressor Superintendent, who said he would give our name and phone number to Duane later today with a request to call us.

Half-way out of the Pioneer parking lot David Baca called our cell phone to say they're now planning to install a different, larger engine (PROPOSED FIX # 5) instead of adding a roof to the sound enclosure. He hoped to schedule it for next week however could not make a commitment due to other contractor commitments.

We left a voice message for Chris Sanchez at 11:40 AM to "keep him in the loop" and requested a call-back to confirm the plan to swap engines.

Tuesday, September 15. With no returned call or acknowledgment from either Duane Hiss or Chris Sanchez, we called Chris again. He acknowledged our message on 9-10 but explained he had "pulled away" from this issue once David Baca "took over". Chris said he would confer with David at a company-wide meeting tomorrow to try to get a commitment of the latest proposed fix (engine swap) and work schedule. Chris was very courteous and explained that he can sometimes work through other "channels" to expedite a solution. He apologized for this process taking so long.

Wednesday, September 16. In a 3:10 PM conference call with Chris Sanchez and David Baca they explained that changing the engine is no longer being considered due to the high horsepower required for the ALABASTER vertical pumping system.

The plan as of this date is to install a different pitch fan blade in an effort to reduce engine noise (BACK TO PROPOSED FIX # 1) plus install an electronic governor to dampen the RPM fluctuations (PROPOSED FIX # 6). They hope to complete these modifications within the next two weeks and will follow-up by making additional sound measurements.

Wednesday, September 23. Received a text message from Chris confirming a new fan has been ordered for the "skid" engine. Nothing was mentioned about the electronic governor. At this point we have little confidence a different fan will significantly decrease the noise.

Sunday, September 27. We plan to depart La Garita for California. As of the date of this letter there has been no confirmation of the fan replacement or installation of an electronic governor. The loud, shrill noise and revving engine continues as before.

#### PROPOSED QUALITY ASSURANCE AND FOLLOW-UP BY PIONEER

We remain hopeful that the noise issue at ALABASTER will ultimately be solved. It will most likely require designing a relatively simple engine-driven hydraulic system with adequate power and noise control. It's not "rocket surgery".

The real question is WHY after 5 years of successful operation was the original engine replaced with a smaller, louder, high-pitched turbocharged unit operating with a fluctuating RPM? And WHY can't they just go back to the original system or find a larger engine that doesn't have to work as hard?

Regardless of the solution, it should be able to be accomplished within the next few months while we're gone. Verifying the sound level is easy: Simply climb to the highest rock on Lot 52 (overlooking STORM PEAK from the north) and listen. If the ALABASTER engine can be heard over the noise of nearby STORM PEAK, as is the case today and the reason for this complaint, then it's too loud and not fixed.

ALABASTER is possibly the noisiest engine in the entire La Garita area and we know of no other noise complaints that have not been successfully addressed. Other possible solutions: Locate a large water tank on the north side (PROPOSED FIX # 7); Shut the well down until a properly-engineered pumping system can be installed (PROPOSED FIX # 8).

Bottom line, the decision to change from the original engine has caused a huge problem for those of us living "downstream" however correcting this situation should be a "no brainer" for a company like Pioneer. Please help make this a priority.

#### HEALTH CONCERNS

Sleep deprivation is known to confuse the testimony of police suspects and has been used to "soften-up" prisoners of war. The ALABASTER engine noise has been physically and emotionally stressful for both of us and we hope will not lead to other health issues.

We have not gone a single night this summer without being kept awake by the shrill sound and revving of that engine. Depending on wind and weather, the WOO-WAA-WOO noise can last all night or come-and-go with the breeze, an hour or two at a time. We have tried to “get used to it” however find it impossible to adjust to the continual RPM fluctuation that seems to amplify the noise. Stella occasionally resorts to earplugs but I have other things to listen for while sleeping and therefore refuse this option.

Fortunately for Pioneer and other residents of La Garita, there are only a few of us affected by ALABASTER. As explained to Chris Sanchez, it is believed our house elevation, being almost identical to the well directly south across the canyon, results in us receiving the full unrelenting brunt of the engine noise.

GOOD NEIGHBORS = STRONG COMMUNITY

As pointed out on page 1, we have always considered Pioneer a good neighbor and greatly appreciate those times when crews were able to respond instantly to a problem. As a former Union Oil mechanic I always consider it a “win-win” when I can make a call before something breaks... thinking it might help keep gas prices down but of course knowing there are much larger market forces in play.

Writing this letter was a challenge. We were very reluctant because the stresses faced daily by Chris and David is realized out here in the hills too. Their priorities are numerous and authority limited. Over a 40+ year career I’ve walked in the shoes of Chris, David, Duane and business managers faced with downsizing, corporate buyouts and changing market conditions. I strongly identify and empathize with the complexity of Pioneer’s business.

As a veteran Naval Aviator I understand strategic planning, setting priorities and continually reevaluating a course of action when things don’t go as planned. Stella and I are not “whiners”, we don’t “cry wolf” and always try to objectively weigh someone’s point-of-view. But this sound issue has kicked our butts over the summer and we would sure appreciate someone stepping up and taking care of it in a timely manner.

Thanks in advance for your consideration of this matter.

Sincerely,

Gary Niles and Stella Barrett

Cc: Duane Hiss, Pioneer Superintendent, Trinidad	<i>via U.S. Mail</i>
Chris Sanchez, Pioneer Engineer	“
David Baca, Pioneer Foreman	“
Darrell Barrett, Lots 47 & 54	<i>via email</i>
Bob & Diana Bergen, Lot 52	“
Ken & Esther Villard, Lot 83	“
Bert & Linda Nale, Lot 69, President, Rancho La Garita LOA	“
Colorado Oil & Gas Conservation Commission	“