

Road. The site is further described in Exhibit B, Legal Description.

C. The subject property is located within unincorporated Garfield County in the Public, Semi Public, Recreation, Injection Well Zone District within the Battlement Mesa Planned Unit Development (PUD).

D. The Board is authorized to approve, deny or approve with conditions Special Use Permits within the Battlement Mesa PUD, pursuant to the Garfield County Zoning Resolution of 1978, as Amended on October 15, 1979 in Resolution No. 79-132, processed as a Major Impact Review Land Use Change Permit pursuant to the Garfield County Land Use and Development Code of 2013, as amended.

E. The Garfield County Planning Commission opened a public hearing on the aforementioned application on September 13, 2017 and continued the public hearing to September 26, 2017. The Planning Commission then closed the public hearing on September 26, 2017 and moved to recommend approval to the Board by a vote of 5 to 2.

F. The Board opened a public hearing on November 14, 2017, for consideration of whether the proposed Special Use Permit should be approved, denied or approved with conditions, during which hearing the public and interested persons were given the opportunity to express their opinions regarding the request. The public hearing was continued to November 16, 2017.

G. The Board closed the public hearing on the 16th day of November, to make a final decision.

H. The Board, on the basis of substantial competent evidence produced at the aforementioned hearing, has made the following determinations of fact:

1. That proper public notice was provided as required for the hearing before the Board of County Commissioners.
2. The hearing before the Board of County Commissioners was extensive and complete, that all pertinent facts, matters and issues were submitted and that all interested parties were heard at the hearing.
3. For the above stated and other reasons, the proposed Special Use Permit for Extraction and Processing of Natural Resources – Ursa BMC A Well Pad is in the best interest of the health, safety, convenience, order, prosperity and welfare of the citizens of Garfield County.
4. That with the adoption of conditions the application is in general conformance with the 2030 Comprehensive Plan, as amended.

5. That with the adoptions of conditions, and with the granting of waivers from Section 7-107 Access & Roadways, regarding cross section slope, and Section 7-1001 Industrial Use Standards, regarding setbacks and hours of operation, the application has adequately met the Special Use Permit Criteria contained in the Garfield County Land Use Resolution of 1978, as amended and the standards contained in the Garfield County Land Use and Development Code of 2013, as amended.

RESOLUTION

NOW THEREFORE, BE IT RESOLVED by the Board of County Commissioners of Garfield County, Colorado, that:

- A. The forgoing Recitals are incorporated by this reference as part of the resolution.
- B. The Special Use Permit for the Ursa BMC A Well Pad for Extraction and Processing of Natural Resources in the Battlement Mesa PUD for development of 24 Natural Gas Wells is hereby approved subject to compliance with the following conditions:
 - 1. That all representations of the Applicant, either in testimony or the submitted application materials, shall be considered conditions of approval unless specifically altered by the Board of County Commissioners.
 - 2. If future extraction and processing activity (additional to what is being permitted herein) are proposed, an amended Special Use Permit shall be required prior to that activity occurring on the site.
 - 3. Ursa Operating Company LLC (“the Operator”) acknowledges that the County has performance standards in place that could lead to revocation of the Special Use Permit if violation of the permit occur.
 - 4. Operation of the facility must be in accordance with all Federal, State, and local regulations and permit governing operation of the facility.
 - 5. The County commits to notifying the Operator of any compliance concerns. This may include direct notice by Garfield County to other permitting agencies if necessary depending on the compliance concern.
 - 6. The County can request a site inspection with reasonable notice to the Operator. Full access to any part of the site will be granted. On request, all paperwork must be shown. The County shall not request a large number of inspections that would interfere with normal operation without cause.

7. All extraction and processing activities shall be required to comply with the following performance standards:

a. Volume of the sound generated: Every use shall be so operated that the volume of sound inherently and recurrently generated does not exceed 70 dB(A) from 7:00 a.m. to 7:00 P.m. and 65 dB(A) from 7:00 p.m. to 7:00 a.m., measured 350 feet from the edge of the well pad. As set forth in COGCC Regulation 802(b), the noise levels shall be subject to an increase by 10 dB(A) for a period not to exceed 15 minutes in any one (1) hour period and shall not exceed 65 dB(A) for shrill or periodic impulsive noise. Compliant protocols shall be governed by COGCC Rule 802(c).

b. Vibration generated: Every use shall be so operated that the ground vibration inherently and recurrently generated is not perceptible, without instruments, at any point of any boundary line of the property on which the use is located;

c. Emission of smoke and particulate matter: 1) Every use shall be so operated so as to comply with all Federal, State, and County air quality laws, regulations, and standards; and 2) The Operator shall have water trucks onsite for dust abatement during construction.

d. Emission of heat, glare, radiation, fumes: Every use shall be so operated that it does not emit heat, flare, radiation or fumes which substantially interfere with the existing use of the adjoining property or which constitutes a public nuisance or hazard. Flare of gases, aircraft warning signals, reflective painting of storage tanks, or other such operation which may be required by law as safety or air pollution control measures shall be exempted from this provision.

e. Storage areas, salvage yard, sanitary land-fill, and mineral waste disposal areas:

- 1) Storage of flammable, or explosive solids, or gases, shall be in accordance with accepted standards and laws and shall comply with the National Fire Code.
- 2) At the discretion of the County Commissioners all outdoor storage facility for fuel, raw materials, and products shall be enclosed by a fence or wall adequate to conceal such facility from adjacent property.
- 3) No materials or wastes shall be deposited upon the property in such form or manner that they may be transferred off the property by any reasonable foreseeable natural cases or forces.
- 4) All materials or wastes which might constitute a fire hazard or which may be edible by or otherwise be attractive to rodents or insects shall be stored outdoors in accordance with applicable State Board of Health Regulations.

f. Water pollution: In a case which potential hazards exist, it shall be necessary to

install safeguards designed to comply with the Regulations of the Environmental Protection Agency before operation of the facility may begin.

8. All lighting, except as demonstrated for safety reasons, shall be directed inward and downward and be shaded in order to prevent direct reflection on adjacent property and residences in the area. LED light will be used when possible and practical. Workers will be advised when moving light plants to ensure that the light is focused directly on the work being done. Most lighting will be below the sound or visual screening wall or out of view from neighboring residential properties. Drilling mast lighting that is above the sound or visual screening wall or visible from neighboring residential properties will be downcast and/or shielded to reduce fugitive light outside the sound or visual screening wall and well pad. Safety consideration will take precedence.

9. The construction of the BMC A Well Pad shall be limited to the hours of 7:00 a.m. to 7:00 p.m. with the exception of emergencies and episodic events beyond the Operator's control. Drilling may occur continuously 24 hours a day. Well completion activity shall be limited to occurring between 7:00 a.m. and 7:00 p.m. Once the wells are in production, vehicle trips to the pad shall be limited to the hours of 7:00 a.m. to 7:00 p.m. with the exception of emergencies and episodic events beyond the Operator's control.

10. The Operator shall comply with COGCC Series 1100 rules and associated guidance which requires at least one annual pressure test be performed. The Operator shall utilize only welded and flanged connections for all buried flowlines. The Operator shall bed and partially backfill flowlines on the well pad with non-native backfill to eliminate the corrosive soil concern. The Operator shall line all flowline trenches with bentonite liners at least 6 inches in depth.

11. The Operator shall comply with the CDPHE regulations and air quality permit conditions for emission controls considering technically and economically feasible BMP's. All facilities onsite shall be subjected to an instrument based leak detection and repair (LDAR) inspection at least monthly during drilling and completion and quarterly during production. If a leak over 10,000 ppm hydrocarbons is discovered, the first attempt to repair the leak shall be made as soon as reasonably possible and in accordance with state law.

12. The Operator shall comply with COGCC green completion practices and EPA's natural gas STAR program to reduce VOC emissions to the lowest level technically possible for the well on the BMC A Well Pad. Additionally, the Operator commits to using carbon blankets over thief hatches on temporary storage tanks to reduce odors.

13. Once construction begins, the Operator shall treat the site for all listed A, B, C noxious weeds within the well pad site perimeter and along access roads according to Ursa's noxious weed management plan. This shall include up to three treatments annually by a licensed and certified herbicide applicator, with the number of treatments subject to approval by the County Vegetation Manager.

14. The Operator shall commit to ensuring truckloads of dirt, sand, aggregate materials, drilling cuttings, and similar materials are covered to reduce dust and PM emissions during transport.

15. The Operator shall install a least one up-gradient and two down-gradient groundwater piezometer monitoring wells at the BMC A Well Pad location. The operator shall conduct baseline sampling for, at a minimum, the following: all major cations and anions, total dissolved solids, iron, manganese, nitrates, nitrites, selenium, benzene, toluene, ethylbenzene, xylenes, methane, pH, specific conductance, and any chemical identified in the full disclosure of chemical of potential concern. Results shall be reported to Garfield County.

16. The Operator shall conduct monthly monitoring of the well site groundwater well for the parameters specified in Condition of Approval No. 15, during well drilling and completion activities, followed by annual monitoring for the duration of the project. All results of this monitoring shall be provided to the Garfield County Community Development Department, and Oil and Gas Liaison with 60 days of sample collection. If: a) benzene, ethyl benzene, toluene, or xylenes are detected at levels greater than the concentration levels specified in Table 910-1 of the COGCC rules; or b) any cations, anions, metals, or total dissolved solids exceed 1.25 times background concentrations; or c) methane or any chemical identified as a concern from the full disclosure of chemicals exceeds 1.25 background concentrations; or D) if pH or specific conductance exceeds the limits specified in COGCC table 910-1, the Operator shall immediately remediate the concern as a condition of the Special Use Permit.

17. The Operator shall provide a formal update to the Board of County Commissioners on a quarterly basis as to the progress of the project, including but not limited to a) advancement and utilization of odor and emissions technology, (b) Operator's technologies utilized to reduce emissions and odors on the well pad(s), and c) review of complaints from neighboring property owners and Community Count's 24/7 response system. This update shall be coordinated through the Garfield County Community Development Department specifically including the Oil and Gas Liaison's office. Updates shall begin at the beginning of construction and continue through drilling and completion operations and cease once the pad is in full production operations.

18. No Special Use Permit shall be issued to the Applicant/Operator (and no activity shall occur on the site) until all required local, state, and federal permits, except those permits which are obtained only after construction is complete, have been obtained and tendered to the County Community Development Department. A violation of any of the terms and/or conditions of these local, state and federal permits shall also be considered a violation of the Special Use Permit. The Air quality permit shall be submitted as soon as it is received.

19. In accordance with referral comments from the CDPHE the following conditions shall be required.

- a. Monthly leak detection and repair or inspections during drilling and completion and quarterly during production activities.
- b. Installation of emission control devices on all permanent condensate/oil and produced water storage tanks.
- c. No diesel/oil based drilling muds (a source of odors in the front range).
- d. No open top tanks will be used during flowback activities.
- e. Ursa shall provide special notice to all nearby residents of the dedicated phone line to address complaints and respond promptly to address any complaints.

20. The Operator shall provide a draft site specific SPCC plan for the BMC A Well Pad within 30 days of installation of tank containment structures. The Operator shall provide a final site specific SPCC Plan for the BMC A Well Pad within six months of installation of the tank containment structure per EPA regulations. The site specific plan shall include information on storage tank sizes and the volume of secondary containment required/ calculated.

21. The Operator (Ursa Operating Company LLC) shall provide a one-time contribution in an amount of \$55,000 (unless the contribution has previously been paid for another Phase II Well Pad Permit) based on the County's Expenses for on-going operation of the County's site specific air quality monitoring program as designed, owned and operated by Garfield County. The monitoring program shall be funded through the duration of the anticipated drilling and completion period (3 years) and an additional ½ year of well production. The sampler will collect a suite of 78 volatile organic compounds (VOCs) based on the EPA's TO-12 method which include the BTEX compounds. Results of the air quality monitoring will be publically available and reported to the Board of County Commissioners on a regular basis. The Applicant shall provide the Garfield County Environmental Health Department with at least 2 weeks advance notice prior to drilling and completions activity. Permission shall be granted to Garfield County by the land owner (Battlement Mesa Land Investments and Battlement Mesa Partners) for location of the sampling unit. The letter agreement to the terms of the program shall be updated and executed prior to the issuance of the special use permit.

22. Prior to construction, the Operator shall provide final engineering and/or statements regarding drainage improvements including stormwater discharge demonstrating and confirming that all site drainage will flow downgradient and away from the Battlement Mesa Metro District water treatment facility and intake and waste water treatment facility and ponds and not impact down gradient properties.

23. The Applicant agrees and commits to a three year time frame which includes placing up to 24 natural gas wells into full production. This time frame will commence at the start of construction of a well pad in the Ursa Battlement Mesa PUD Phase II.

24. The preferred/primary haul route for the BMC A Well Pad shall be the upper route (I-70 Exit #75). The lower route (I-70 Exit #72) shall be a secondary route. The Applicant shall construct improvements to the haul routes consistent with the recommendation of their Traffic

Study prepared by Olsson and Associates, dated July 2017. The improvement shall be in place prior to initiation of well pad or pipeline construction and subject to obtaining all required permits from the County Road and Bridge Department and compliance with any conditions contained in said permits. The required improvement and traffic related conditions are summarized as follows:

- a. County Road 300N (North Battlement Parkway): Based on supplemental documentation provided by SGM Engineering, the eastbound right turn lane at the County Road 300N and County Road 300W intersection is accepted as existing and in place.
- b. The Traffic Report shall be updated to include background traffic from the Ursa Phase I development.
- c. The Access Road Assessment shall be updated with the Engineers Stamp.

25. All drill cuttings shall be disposed of in accordance with state law and COGCC regulations.

26. During construction, drilling, and completion, sound barriers and visual screening walls shall be included at the north end of the BMC A Well Pad and the internal completions equipment. Sound barriers and visual screening walls shall be required at the top of slope along the southeast property line adjacent to mobile home residences that are less than 500 ft. from the well pad. The barriers and walls shall be configured to be appropriate for each site including adjustments in materials and height as needed. The barriers may not be required per the mobile home property owners request or where it is determined that the barriers would increase the potential for noise impacts. Installation shall also be subject to approval by the landowner. Additional sound walls closer to residential units shall be available upon mutual agreement between the Operator, landowner, and homeowners(s).

27. Silica propanant shall be utilized only with silica controls including dustless silos or equivalent technology.

28. Prior to initiating construction, the Applicant shall obtain all required permits from the County Road and Bridge Department including but not limited to utility or access permits, heavy haul or oversize vehicle permits. Said permits shall include any required improvements and traffic control plans.

29. The following conditions address revegetation and reclamation:

- a. Applicant shall maintain compliance with the Revegetation Plan and Weed Management Plan and shall comply with the reporting and application requirements outlined in the County Vegetation Managers referral comments dated September 18, 2017.
- b. The Applicant shall comply with the recommendations contained in the Westwater Engineering reports dated April 2017 and October 2016 on preservation of native vegetation and prevention of weed infestations.

c. The Applicant shall update Appendix C-1 the Battlement Mesa section of the Reclamation Plan to include all required elements and mapping.

30. The Applicant shall comply with the Battlement Mesa Wildlife Mitigation Plan - Agreement between Ursa Operating Company and CPW including any wildlife protection or mitigation requirements.

31. As a component of their dust mitigation plan the applicant shall apply recycled asphalt surfacing to the well pad access road.

32. The Applicant has submitted a supplement to the noise assessment to address impacts from noise in the dB(C) range outlining mitigation strategies. The Applicant shall implement these strategies as needed for the BMC A Well Pad. In addition the Applicant shall be required to demonstrate general compliance during their construction, drilling, operation, and production phases with future COGCC noise rules relating to noise impacts in the dB(C) range.

33. The Applicant shall comply with the recommendations contained in their supplemental engineering analyses for construction of the well pad and the soil nail wall and shall comply with the following additional engineering requirements.

- a. On-site inspections by qualified engineers during excavation and construction of the soil nail wall.
- b. Prior to construction supplemental engineering assessment of slope stability and the potential of encountering ground water and provision of a mitigation strategy if slope stability issues or groundwater are encountered during excavation.
- c. Provision of uphill protection of the excavation to address potential for rock fall and prohibit inadvertent public access in the area of the cut slope and wall.

34. Additional documentation of legal access as may be required by the County Attorney's Office shall be provided.

35. Upon the issuance of all Special Use Permits for the Ursa Phase II Development, including BMC A Well Pad (with 24 gas wells), BMC A Small Injection Well (one small injection well), BMC A Pipeline (connecting to existing pipelines in the vicinity of the BMC B Well Pad), the BMC L Well Pad (with 31 gas wells), the BMC L Pipeline (connecting to the existing Tompkins Pipeline), and the BMC F Water Storage Facility (temporary facility with 60,000 barrels of water storage), the Applicant shall remove any remaining well pads from their future development plans with the Battlement Mea PUD, in particular the well pad known as the Ursa BMC M Well Pad will no longer be implemented by the Applicant.

Dated this _____ day of _____, A.D. 20_____.

ATTEST:

GARFIELD COUNTY BOARD OF
COMMISSIONERS, GARFIELD
COUNTY, COLORADO

Clerk of the Board

Chairman

Upon motion duly made and seconded the foregoing Resolution was adopted by the following vote:

COMMISSIONER CHAIR JOHN F. MARTIN, Aye
COMMISSIONER MIKE SAMSON, Aye
COMMISSIONER TOM JANKOVSKY, Aye

STATE OF COLORADO)
)ss
County of Garfield)

I, _____, County Clerk and ex-officio Clerk of the Board of County Commissioners, in and for the County and State aforesaid, do hereby certify that the annexed and foregoing Resolution is truly copied from the Records of the Proceeding of the Board of County Commissioners for said Garfield County, now in my office.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of said County, at Glenwood Springs, this ____ day of _____, A.D. 20_____.

County Clerk and ex-officio Clerk of the Board of County Commissioners

_____.

EXHIBIT A – SITE PLAN
(pg. 1 of 2)

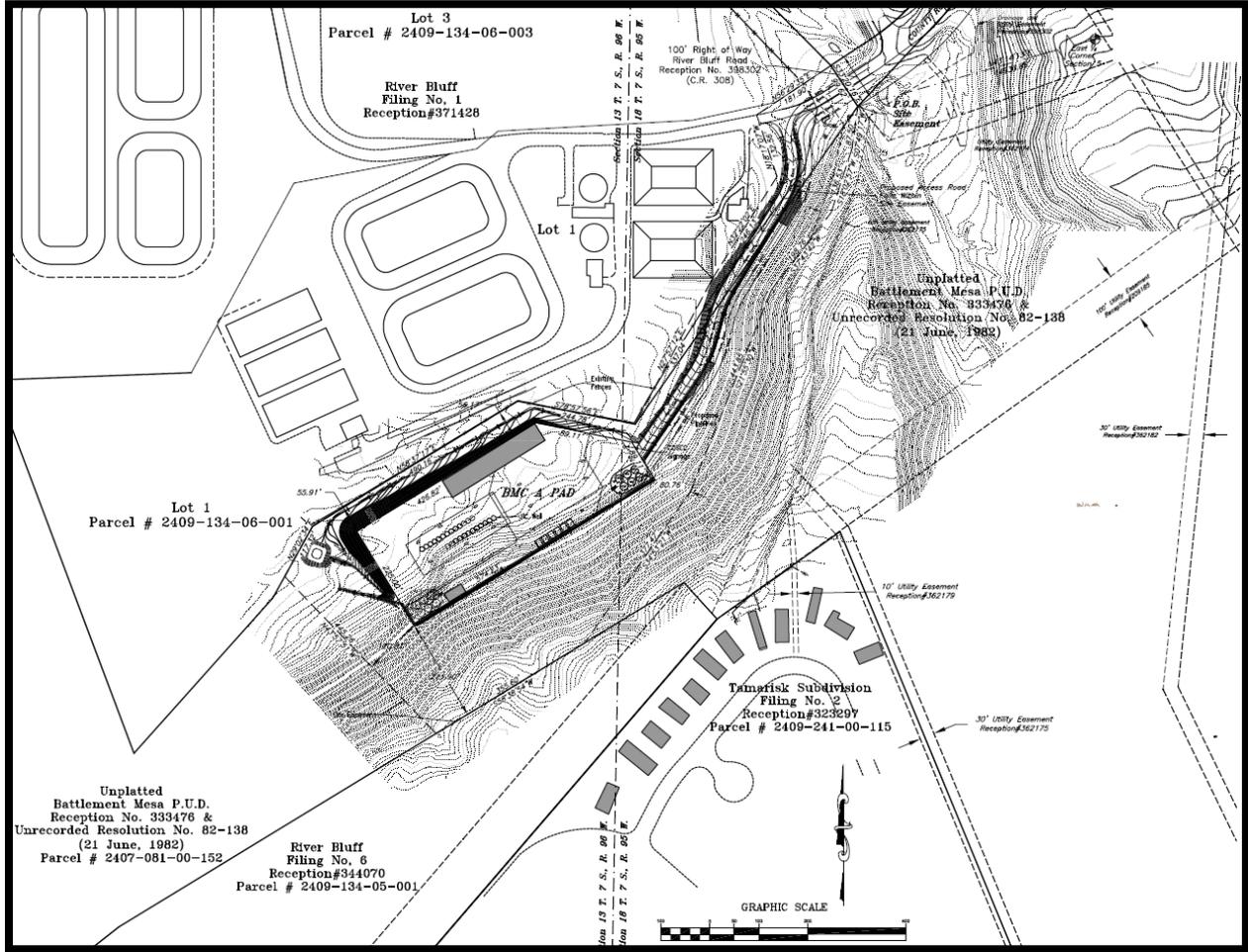


EXHIBIT A – SITE PLAN (pg. 2 of 2)

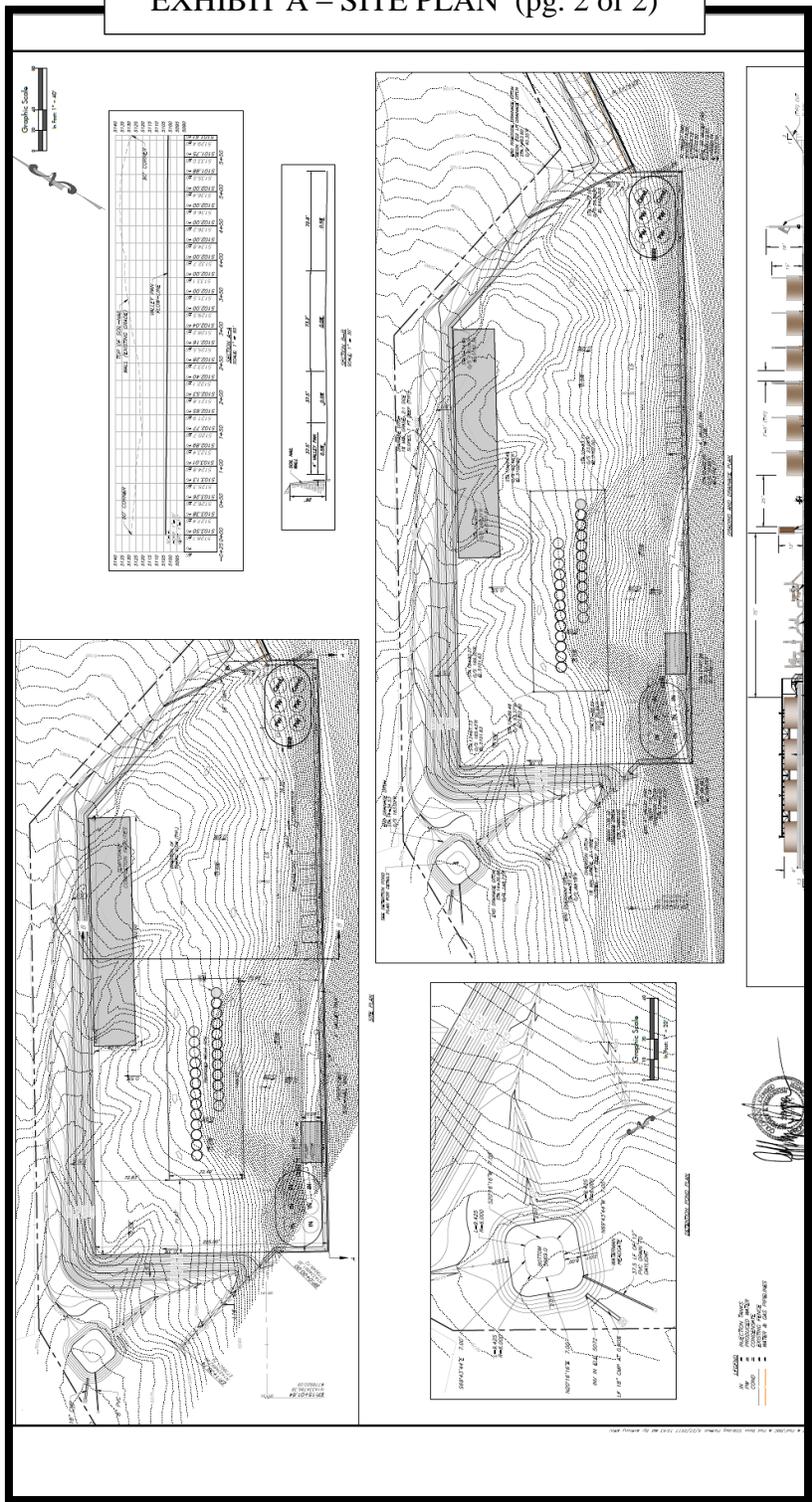


EXHIBIT B – LEGAL DESCRIPTION

(pg. 1 of 2)

Legal Descriptions

BMC A, BMC A UIC, and BMC F

Section: 8 Township: 7 Range: 95 ALL THAT PROPERTY LOCATED IN SEC 5, 6, 7, 8, 9, 10, 16, 17, 18, 19 IN 7-95. ALSO THAT PROPERTY LOCATED IN SEC 13 & 24 7-96 ALL WITHIN THE BATTLEMENT MESA PUD. EXCEPT A TR CONT 6.20 AC DESC IN REC #502259. EXCEPT TOWN CENTER FL #5 AS DESC IN REC #513419 CONT 22.370 AC. ALSO A TR OF LAND CONT 18.574 AC +/- AS DESC IN BNDY LINE ADJ BK 1703/327, 330 EXCEPT A TR OF LAND CONT. 37.65 AC +/- AS DESC ON THE FINAL PLAT, STONE QUARRY COMMONS, A RE-SUB OF LOTS 5-1 & 5-2 OF BATTLEMENT MESA PUD REC #691907. EXCEPT A TR OF LAND CONT 35.461 AC +/- AS DESC IN WD BK 1877/16 EXCEPT A TR OF LAND CONT 35.33 AC +/- AS DESC IN SWD BK 1947/706. EXCEPT A TR OF LAND CONT. 11.81 AC +/- AS DESC IN THE TOWN CENTER, FLG #6, BATTLEMENT MESA PUD, REC # 743233 & GWD #743971. EXCEPT FOR 6 TRACTS OF LAND - PARCEL 1, 57.68 AC +/-: PARCEL 2, 76.26 AC +/-: PARCEL 3, 52.80 AC +/-: PARCEL 6, 35.67 AC +/-: PARCEL 7, 56.17 AC +/- AND OLD HIGH SCHOOL PARCEL, 41.35 AC +/- AND DESC IN SWD REC #740

EXHIBIT B – LEGAL DESCRIPTION
(pg. 2 of 2)

– BMC A Site Easement Legal Description

An Easement located within the Battlement Mesa Planned Unit Development (hereinafter referred to as P.U.D.) as described in that document recorded as Reception No. 333476 in Garfield County Records (hereinafter referred to as G.C.R.) and amended by unrecorded Resolution No. 82-138 dated 21 June, 1982, said Easement also lies within the Southwest quarter of Section 18, Township 7 South, Range 95 West, of the 6th Principal Meridian and the Southeast quarter of Section 13, Township 7 South, Range 96 West, of the 6th Principal Meridian, Garfield County, Colorado, and being more particularly described as follows:

COMMENCING at the most Northeasterly corner of the said P.U.D., being the Point of Beginning of the legal description contained in said Reception No. 333476 also being the East Quarter Corner of Section 5, Township 7 South, Range 95 West, of the 6th Principal Meridian, from which the Southeast corner of said Section 5 bears S 00°15'43" W a distance of 2605.35 feet (Basis of Bearings for this description); THENCE S43°14'13"W for a distance of 14930.86 feet to a point at the Southerly terminus of the Right of Way of River Bluff Road as described in that document recorded as Reception No. 398302, and shown on Exhibit B thereof, G.C.R., also being on an Easterly Corner of Lot 1 of River Bluff Filing 1 as shown on the plat thereof recorded as Reception No. 371428, G.C.R., and being the POINT OF BEGINNING;

Thence S 07°49'17" W a distance of 87.50 feet;

Thence S 18°02'57" W a distance of 136.53 feet;

Thence S 37°43'42" W a distance of 198.76 feet;

Thence S 21°55'30" W a distance of 443.85 feet;

Thence S 34°53'21" W a distance of 377.47 feet to a point on the Northern Line of River Bluff Filing 6 as shown on the plat thereof recorded as Reception No. 344070, G.C.R.;

Thence S 58°38'54" W along the Northern Line of River Bluff Filing 6 a distance of 355.60 feet;

Thence N 43°57'51" W a distance of 445.26 feet to a point on the Southerly line of said Lot 1;

Thence along the Southerly line of said Lot 1 the following three (3) courses;

1. Thence N 29°02'34" E a distance of 117.32 feet;

2. Thence N 58°37'17" E a distance of 490.16 feet;

3. Thence S 78°57'56" E a distance of 244.78 feet;

Thence N 27°57'12" E a distance of 337.04 feet;

Thence N 32°22'02" E a distance of 246.13 feet;

Thence N 18°17'07" W a distance of 132.56 feet;

Thence N 56°29'35" E a distance of 181.90 feet to a point on the Southerly terminus of the Right of Way of River Bluff Road;

Thence S 33°20'16" E along the Southerly terminus of the Right of Way of River Bluff Road a distance of 99.62 feet to the POINT OF BEGINNING;

Said Easement contains 10.11 acres (440,603 sq.ft.) more or less.