



**COMMUNITY AND ECONOMIC DEVELOPMENT
DEPARTMENT
STAFF REPORT**

Administrative Review Memo

April 12, 2017

CASE No.: USR2016-00007 CASE NAME: HRM Resources II- Alma Wellpad

Owner's Name:	HRM Resources II
Applicant's Name:	HRM Resources II
Applicant's Address:	410 17 th Street, Suite 1600, Denver, CO 80202
Location of Request:	Section 25, Township 1S, Range 66W (SW/4 SE/4) Parcel number 0156925400003
Nature of Request:	A Use by Special Review Permit to allow twenty (20) horizontal wells on one (1) well pad for the production of oil and gas.
Zone District:	Agriculture - 3
Site Size:	Approximately 9.2 acres (36.19-acre parcel)
Proposed Uses:	Multi-well pad for the production of oil and gas
Existing Use:	Agricultural with a residence
Report Date:	April 12, 2017
Case Manager:	Jennifer Rutter
Director Options:	Approval with 4 Findings of Fact, 7 Conditions Precedent, and 18 Conditions; Denial; or Referral to the Board of County Commissioners
Staff Recommendation:	Approval with 4 Findings of Fact, 7 Conditions Precedent, and 18 Conditions

SUMMARY OF PREVIOUS APPLICATIONS

This parcel is used for farming and contains no existing structures.

SUMMARY OF APPLICATION

Background

HRM Resources II (HRM) is based in Denver, Colorado and engages in the exploration and development of oil and natural gas, primarily in the Denver-Julesburg Basin. HRM has proposed an oil and gas well pad location in unincorporated Adams County to continue developing those minerals. The proposed project, the Alma Wellpad, consists of the construction of one well pad with up to 20 wells, a production facility, and one access road.

The proposed pad location is on a 36.19-acre parcel, northwest of the intersection of East 128th Avenue and Gun Club Road. Access to the site will be from East 128th Avenue, which is located on the southern boundary of the property. Surrounding land uses are agricultural.

Summary of Application

The project proposed by HRM consists of 20 wells on a single well pad, with a production facility and one access road to accommodate all traffic during construction, production, and long-term maintenance. The drilling period is expected to last 10-15 days per well, with an additional 5-10 days per well for the completion period. Overall, the drilling and completion phase will take approximately 300-500 days total.

The well pad size during the drilling and completion phases is proposed to be approximately 9.2 acres; this will ultimately be reduced in size to 4.7 acres after the interim reclamation phase is completed. The on-site production facilities include 20 wellhead manifolds, 20 separators, 21 oil tanks, seven (7) produced water tanks, two (2) vapor recover towers, eight (8) combustors, two (2) generators, three (3) scrubbers, four (4) vapor recovery units, one (1) gas sales line. Future equipment could include one (1) oil sales line, one (1) lease automatic custody transfer unit, and three (3) gas lift compressors.

The mitigation measures that have been proposed by HRM include the following:

- Development from new multi-well pad: HRM is permitting an Oil and Gas Location Assessment - Form 2A as a multi-well pad through the COGCC. This will eliminate the need for multiple well pads, which would ultimately require more surface disturbance. This site was chosen in cooperation with the surface owner to utilize open land as far from building units as possible.
- An ambient sound study will be conducted to determine noise impacts to the nearby residents to the west and north. Based on the results of the noise study, the appropriate sound mitigation design(s) will be implemented. Sound mitigation may include sound walls that once erected, will reduce noise pollution.
- HRM intends to utilize nearby water sources and lay flat surface pipelines, which will reduce traffic.

Development Standards and Regulations Requirements

In order to obtain an Administrative Use by Special Review approval, an Oil and Gas Facility must satisfy certain criteria.

1. Memorandum of Understanding (MOU)

HRM is the successor of the Form Oil and Gas MOU that was signed by Bill Barrett Corporation and executed by the Adams County Board of County Commissioners on January 27, 2015. The MOU includes all the best management practices determined necessary by the County Manager.

2. Satisfy Submittal Requirements

The applicant has satisfied the required submittal items, as outlined in the Development Standards and Regulations. These include the following:

- Conceptual Review Meeting – HRM attended a Conceptual Review Meeting September 19, 2016 with the Adams County Development Review Team where their proposed site was discussed.
- Neighborhood Meeting – HRM noticed property owners within one half mile of the parcel boundary of the proposed oil and gas facility and invited them to an open house. The Neighborhood Meeting was held on November 10, 2016 at the FlatRock Regional Training Center; seven (7) community members were in attendance. HRM introduced their management team and provided an overview of the project, operation timeline, and mitigation measures that they are planning.
- Application Form and Fees – HRM submitted the required Oil and Gas Facility application form and paid the applicable permit fees. Prior to construction and operation, the operator will obtain the required Transportation Department permits, including an Access Permit for the access road and Oversize Load Permits for the drill rigs and other oversize equipment.
- Oil and Gas Operations Plan – HRM submitted an Oil and Gas Operations Plan that included an Impact Area Map that shows all oil and gas wells and water wells within one half mile, a Drilling Operation Plan Map that shows a site plan with drilling equipment, a Production Plan Map that shows a site plan during the production phase, and a Sign Plan that shows the signs to be posted and describes their location.
- Emergency Preparedness Plan – HRM submitted a site-specific Emergency Preparedness Plan that has been reviewed and approved by the Adams County Office of Emergency Management.
- Engineering Documents – HRM provided a Grading, Erosion, and Sediment Control Report & Plan, as well as a Traffic Impact Plan, in accordance with the Development Standards and Regulations.
- Surface Owner Documentation – HRM provided a Memorandum of Surface Use Agreement to show that the proposed oil and gas facility is authorized by the surface owner.

3. Compatibility / Land Use Impacts

The subject site is 36.19 acres and currently zoned Agricultural-3 (A-3); the land is being farmed and contains no structures. The purpose of the A-3 District is to provide land primarily in holdings of at least thirty-five acres for dryland or irrigated farming, pasturage, or other related food production uses; the current uses meet the purpose of the A-3 zone district. The surrounding properties are zoned A-1, A-2 and A-3 and are mainly used for farming, with several residences in the vicinity.

During construction, the development of the oil and gas facility, including well pad construction and the drilling and completion of the wells, will have impacts to the surrounding area akin those of an industrial facility. Specific impacts include noise, lights, traffic, and dust. To make this facility compatible with the surrounding area, noise mitigation, visual mitigation, and dust suppression will be utilized.

Prior to construction of the well pad, the applicant will hire a consultant to perform an ambient sound study, which will involve mapping the topography and distances to houses then modeling the noise impacts using estimated rig noise. The sound study will result in recommended mitigation measures, including the orientation of equipment on-site and the use of sound walls. To address the potential for dust, the applicant is using a gravel surface for the well pad and access road. Finally, the applicant has proposed that all traffic into and out of the subject site will be directed from 128th Avenue, west to Piccadilly Road, and north to 152nd Avenue.

The large truck traffic generated by the oil and gas well pad and associated facility will be considerable. As this well pad is to be located on an unimproved, gravel road, it has been determined by the Adams County Transportation Department and Development Engineering that 128th Avenue cannot withstand the anticipated impacts that will be experienced by the proposed use. Therefore, the existing gravel road, which was originally designed and constructed for a low volume of agricultural vehicles, must be paved and improved prior to the construction and development of the well pad. Further, the impacts of the size and number of trucks will be significant to Piccadilly Road and 156th Avenue, so a negotiated road maintenance fee of \$2,000 per well will be assessed for a total of \$40,000.

Finally, the site's future land use designation, according to the Adams County Comprehensive Plan, is Mixed Use Employment. The surrounding area is designated as Agriculture, Parks and Open Space, and Mixed Use Employment. Agricultural areas are not expected to develop, except for limited areas of low density residential at one dwelling per thirty-five acres, for the foreseeable future. These areas are intended for dryland or irrigated farming, pasturage, or other related food production uses. The Comprehensive Plan promotes Agricultural Preservation in this area to keep it separate from non-rural commercial, estate residential, and other potentially disruptive uses; the intent is to maintain the integrity of sensitive agricultural lands and preserve the County's agricultural economic base.

The Adams County Comprehensive Plan identifies Mixed Used Employment as primarily comprised of offices, light manufacturing, distributing, indoor warehousing, airport and technology related uses, and clean industry. Due to the possibility of Mixed Used Employment in

the future, as the location is within close proximity to Denver International Airport, long-term visual mitigation will be of utmost importance. The visual mitigation plan will need to take into account the rural nature of the site as it currently exists, its proximity to Barr Lake, as well as the future development potential of Mixed Use Employment. The multi-well pad and production facility is an industrial use, which will require adequate fencing and appropriate landscaping for buffering from adjacent less-intense uses.

The applicant plans to carefully maintain the majority of the parcel as active farmland, as well as mitigate the impacts to surrounding properties. These impacts are to be mitigated through a combination of site planning, traffic and access management, road improvements, sound mitigation measures, and long-term compatibility is addressed through the requirement for landscaping and screening upon completion of construction. It is staff's recommendation that this criterion has been satisfied by the applicant's proposal, and through the recommended conditions of approval within this staff report.

4. Emergency Service Providers

The applicant provided the required 'will serve' letter from the Brighton Fire District, the emergency service provider for that area.

Staff Recommendation:

Based upon the application and the criteria for an Administrative Use by Special Review permit, staff recommends approval of this request with 4 findings-of-fact, 7 conditions precedent, and 18 conditions.

Findings of Fact:

1. The applicant and the County have executed a Memorandum of Understanding (MOU) that is currently in full force and effect, and the oil and gas facility is in compliance with the provisions of the MOU.
2. The applicant has satisfied the submittal requirements for an Administrative Use by Special Review application, as outlined in the Development Standards and Regulations.
3. Based upon compliance with the recommended conditions of approval, the oil and gas facility is compatible with the surrounding area and does not create any site specific or material impacts to nearby land uses.
4. The applicant has provided a commitment to serve the facility from the authority having jurisdiction for providing emergency services.

Recommended Conditions of Approval:

Conditions Precedent:

1. Pad construction and/or drilling shall not commence until combined State approval of Colorado Oil and Gas Conservation Commission (COGCC) Form 2 and 2A and County approval of AUSR permit. Drilling shall only occur during the COGCC Form 2 permit validity timeframe.
 - a. Per section 4-10-02-05-10 of the Adams County Development Standards and Regulations proposed changes to the plans, including but not limited to, any changes in the source or location of water to be used by the Oil and Gas Facility, need to be submitted as amendments to the Administrative Use by Special Review application, reviewed by staff, and approved by the Director or BOCC (if the BOCC approved the original application).
2. Adams County has determined that visual mitigation of the site is required to provide compatibility with the surrounding area. Prior to initiation of drilling, the applicant shall submit a landscaping and screening plan for the site to be reviewed and approved by the Community & Economic Development Department staff. Screening of the site shall be provided through a combination of fencing and landscape materials, as determined by the County through the review and approval of the landscape and screening plan. The screening and landscaping plan shall be designed to provide compatibility with the future development of the area. With this respect, Adams County highly recommends consultation with the surface landowner. This plan shall be implemented by the applicant within 90 days of conclusion of the completion of the final well, if all twenty approved wells are drilled and completed at the same time. If applicant staggers well completion (i.e., completes a lesser number of wells initially with plans to complete the remaining wells at a future date), then the landscape plan shall be implemented within 90 days of completion of the initial set of wells, taking into account the planting season.
3. Adams County has determined that noise mitigation measures will be required to provide compatibility with the surrounding area. During the drilling and completions phase, HRM Resources will construct sound/visual walls that will be placed along the edges of the pad; this will block out any lighting that may impact nearby residences. The pad will be constructed in such a manner that noise mitigation may be installed and removed without disturbing the site or landscaping.
4. Prior to initiation of construction, the applicant shall provide the applicable title commitment documents to Adams County for review of the easement rights necessary to construct the oil, water, and gas pipelines for the facility.
5. The applicant shall obtain all required access permits and oversized load permits from Adams County.

6. The applicant shall pay \$2,000 per well for a total of \$40,000 for anticipated road impacts to County roads. This payment shall be remitted prior to any commencement of the use, including well pad construction.
7. Road improvements for 128th Avenue from the site access to the intersection with Piccadilly Road will be required prior to any commencement of the use, including well pad construction. The applicant may design and construct the improvements in accordance with County standards, or the applicant may elect to provide a payment in lieu of the required improvements and delay development until the County completes the work.

Conditions:

1. The approved traffic route for this permit is site access to 128th Avenue, 128th Avenue to Piccadilly Road, Piccadilly Road to 152nd Avenue, 152nd Avenue to Interstate 76. This route is depicted in the site plan submitted with this application.
2. Maintenance of required landscaping and fencing shall be in compliance with the Adams County Development Standards and Regulations at all times.
3. As referenced in 8(c.) of the Bill Barrett Corporation/Adams County MOU the applicant agrees to conduct a baseline test of any registered water well requested by the owner, on a one-time basis, if such well is within a ½ mile radius of the new oil and gas facility.
4. The access road to this site shall be outfitted with a vehicle tracking pad.
5. The applicant shall be responsible for the cleanliness and safety of all roadways adjacent to this site. If at any time, these roadways are found to be dangerous or not passable due to debris or mud, Adams County will shut down the project until the roadway conditions have improved and are deemed acceptable. If the contractor/applicant fails to keep the adjacent roadways clean and free from debris, the County has the option to do the required clean up and bill the charges directly to the applicant, HRM Resources.
6. Noise levels during the construction, drilling, completions, and production life-cycles shall not exceed COGCC 802.
7. Per Section 14 of the executed MOU, fresh water as referenced in the COGCC's rules and Regulations, or another source as approved by the County on a case by case basis, may be applied to roads and land surfaces for purpose of dust mitigation. Absolutely no other liquid or substance generated by the production of the operator's facility, including, but not limited to, exploration and production waste (as defined by the COGCC) or any other application of liquids that would have negative impact to natural resources, shall be permitted to be applied to roads and land surfaces.
8. Financial assurance shall meet or exceed the requirements of COGCC 700 Series Rules Financial Assurance and Oil and Gas Conservation and Environmental Response Fund.

9. A closed loop system will be used, as depicted in the permit application.
10. Use of pits is prohibited.
11. Steel-rimmed berms and synthetic liners shall be required for all overflow containment facilities
 - a. Per COGCC Rule 604.c. G Overflow containment facilities shall be constructed around crude oil, condensate, and produced water storage tanks and shall enclose an area sufficient to contain and provide secondary containment for one-hundred fifty percent (150%) of the largest single tank. Berms or other secondary containment devices shall be sufficiently impervious to contain any spilled or release material.
12. Per Section 5 of the executed MOU, in an effort to reduce truck traffic, where feasible, the Operator will identify a water source lawfully available for industrial use, including oil and gas development, close to the facility location, to be utilized by Operator and its suppliers. Operator will comply with the Colorado Department of Public Health and Environment requirements and Tri-County Health Department (TCHD) regulations concerning water quality. With respect to wastewater treatment, Operator agrees to comply with TCHD's Regulations NO O-14, On-site Wastewater Treatment Systems, as adopted or modified. The Operator agrees to contact TCHD in a timely manner to arrange for the processing of appropriate application matters as required inspections.
13. Per COGCC Section 604.c (4) B. IV. Zero Flaring or venting of gas upon completion of flowback, excepting upset or emergency, or with prior written approval from the COGCC Director for necessary maintenance operations.
 - a. The applicant shall provide a copy of written COGCC Director approval to the CEDD Director within 24 hours of flaring operations and/or approval, whichever occurs first.
14. Upon conclusion of construction, drilling, and completion, the site shall be fenced according to the Adams County Development Standards and Regulations Section 4-10-01-03.
 - a. The Adams County Oil & Gas Inspector and the local fire district shall have access to all gate key(s)/combination(s) at all times for use in case of emergency.
15. Applicant is required to receive an approved waiver of responsibility/completion of reclamation from Adams County upon abandonment and reclamation of well pad and associated facilities.
16. Well pad, associated facilities, and access road shall be free of any county and state identified noxious weeds throughout the drilling, completion and production portions of operations.
17. A tabletop exercise pertaining to the Emergency Response Plan will be required. This may be requested by the County's Local Government Designee, Emergency Manager,

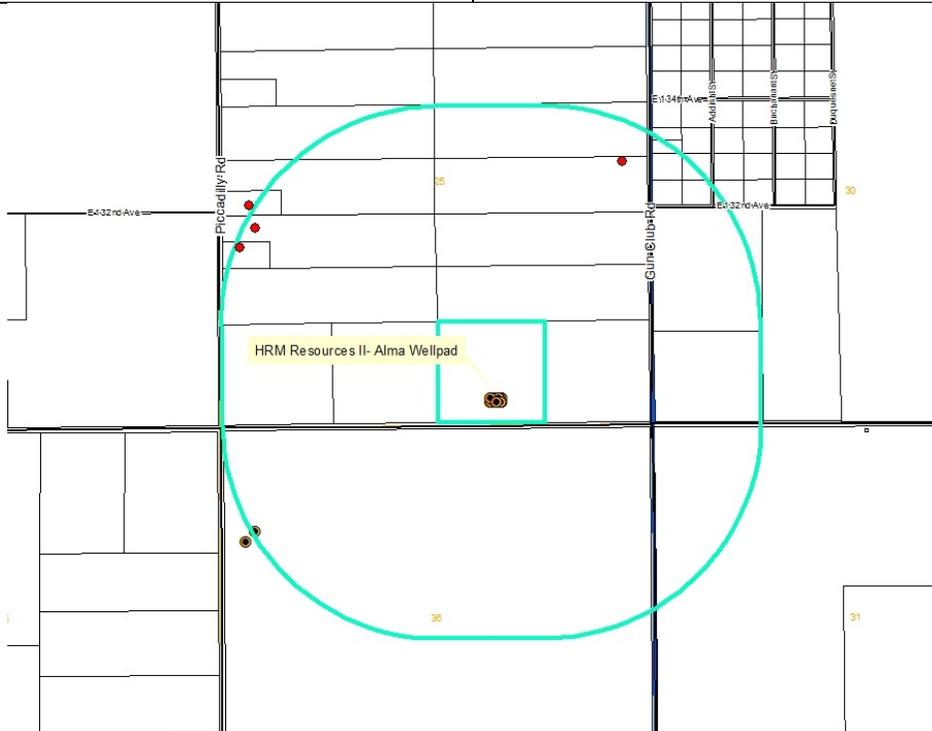
Local Emergency Planning Commission, Sherriff's Office, site-specific Fire District, or Transportation Department.

- All representations and commitments of the applicant made during the AUSR process are incorporated herein as conditions of approval.

CITIZEN COMENTS

Of the 19 referral notices sent to property owners within one half mile of the proposed facility, four citizen comments were received. The comments were primarily focused around the potential for interference with wildlife habitat surrounding Barr Lake State Park, air and water quality, and traffic impacts.

Referral Notifications Sent	Referral Comments Received
19	4



COUNTY AGENCY COMMENTS

The Environmental Analyst reviewed the submitted Resources Review, as required by the Natural Resources Conservation Overlay, and determined that no additional actions need to be taken. Development Review Engineering and the Transportation Department stated concerns about the road impacts from the size, weight, and number of vehicles, specifically to 128th Avenue, which is unpaved and cannot tolerate the added traffic that this use will generate. A requirement to pave the portion of 128th Avenue that will be affected has been added as a condition to this permit.

REFERRAL AGENCY COMMENTS

Responding with Concerns:

None

Responding without Concerns:

Brighton 27-J School District

Xcel Energy

Tri-County Health Department

Brighton Fire District

Notified but not Responding / Considered a Favorable Response:

Colorado Department of Public Health and Environment

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- 3.2 Referral Comments (Brighton Fire Protection District)
- 3.3 Referral Comments (Tri-County Health Department)
- 3.4 Referral Comments (Brighton School District 27J)
- 3.5 Referral Comments (Development Review Engineering)

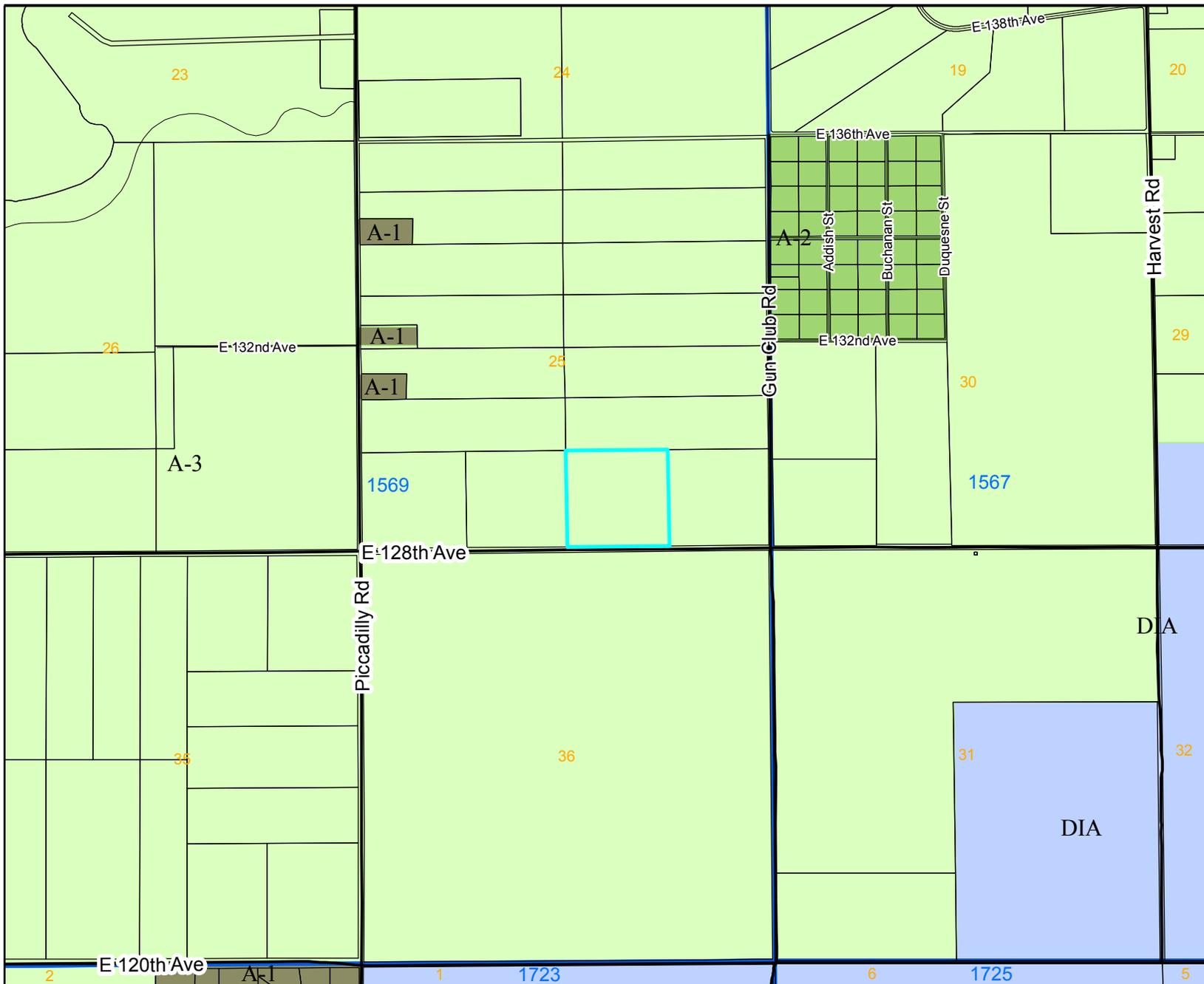
Exhibit 4- Citizen Comments

- 4.1 Citizen Comments
- 4.2 Applicant Responses

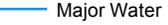
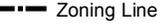
Exhibit 5- Associated Case Materials

- 5.1 Request for Comments
- 5.2 Property Owner Mailing Labels

EXHIBIT 1.1
ZONING MAP



LEGEND

-  Special Zoning Conditions
-  Section Numbers
-  Railroad
-  Major Water
-  Zoning Line
-  Sections
- Zoning Districts**
-  A-1
-  A-2
-  A-3
-  R-E
-  R-1-A
-  R-1-C
-  R-2
-  R-3
-  R-4
-  M-H
-  C-0
-  C-1
-  C-2
-  C-3
-  C-4
-  C-5
-  I-1
-  I-2
-  I-3
-  CO
-  PL
-  AV
-  DIA
-  P-U-D
-  P-U-D(P)
-  Airport Noise Overlay

HRM Resources Alma

USR2016-00007

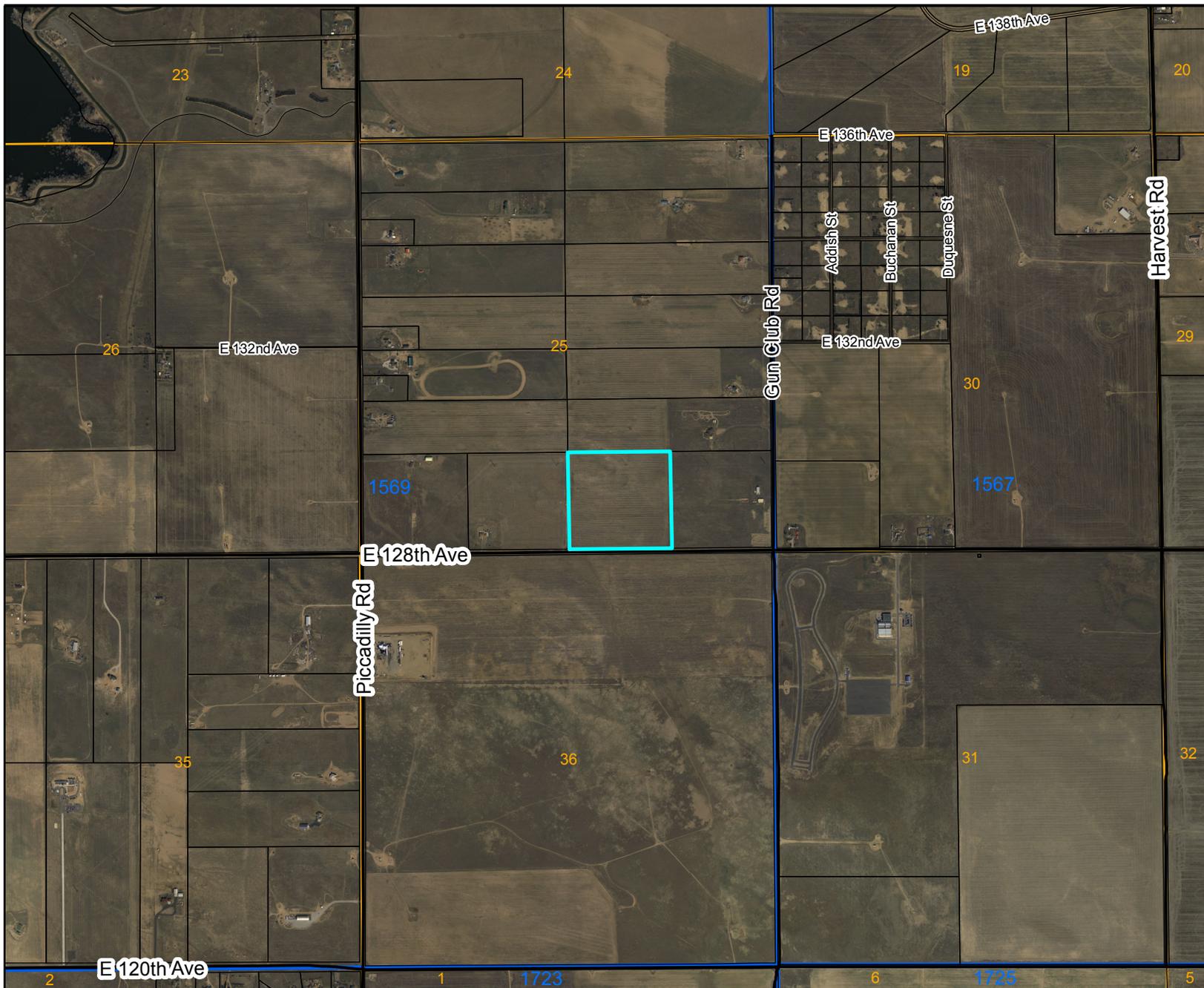


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EXHIBIT 1.2
AERIAL MAP



LEGEND

- Special Zoning Conditions
- Section Numbers
- Railroad
- Major Water
- Zoning Line
- Sections
- Zoning Districts**
- A-1
- A-2
- A-3
- R-E
- R-1-A
- R-1-C
- R-2
- R-3
- R-4
- M-H
- C-0
- C-1
- C-2
- C-3
- C-4
- C-5
- I-1
- I-2
- I-3
- CO
- PL
- AV
- DIA
- P-U-D
- P-U-D(P)
- Airport Noise Overlay

HRM Resources Alma

USR2016-00007



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EXHIBIT 1.3
SIMPLE MAP



LEGEND

-  Special Zoning Conditions
-  Section Numbers
-  Railroad
-  Major Water
-  Zoning Line
-  Sections
- Zoning Districts**
-  A-1
-  A-2
-  A-3
-  R-E
-  R-1-A
-  R-1-C
-  R-2
-  R-3
-  R-4
-  M-H
-  C-0
-  C-1
-  C-2
-  C-3
-  C-4
-  C-5
-  I-1
-  I-2
-  I-3
-  CO
-  PL
-  AV
-  DIA
-  P-U-D
-  P-U-D(P)
-  Airport Noise Overlay

HRM Resources Alma

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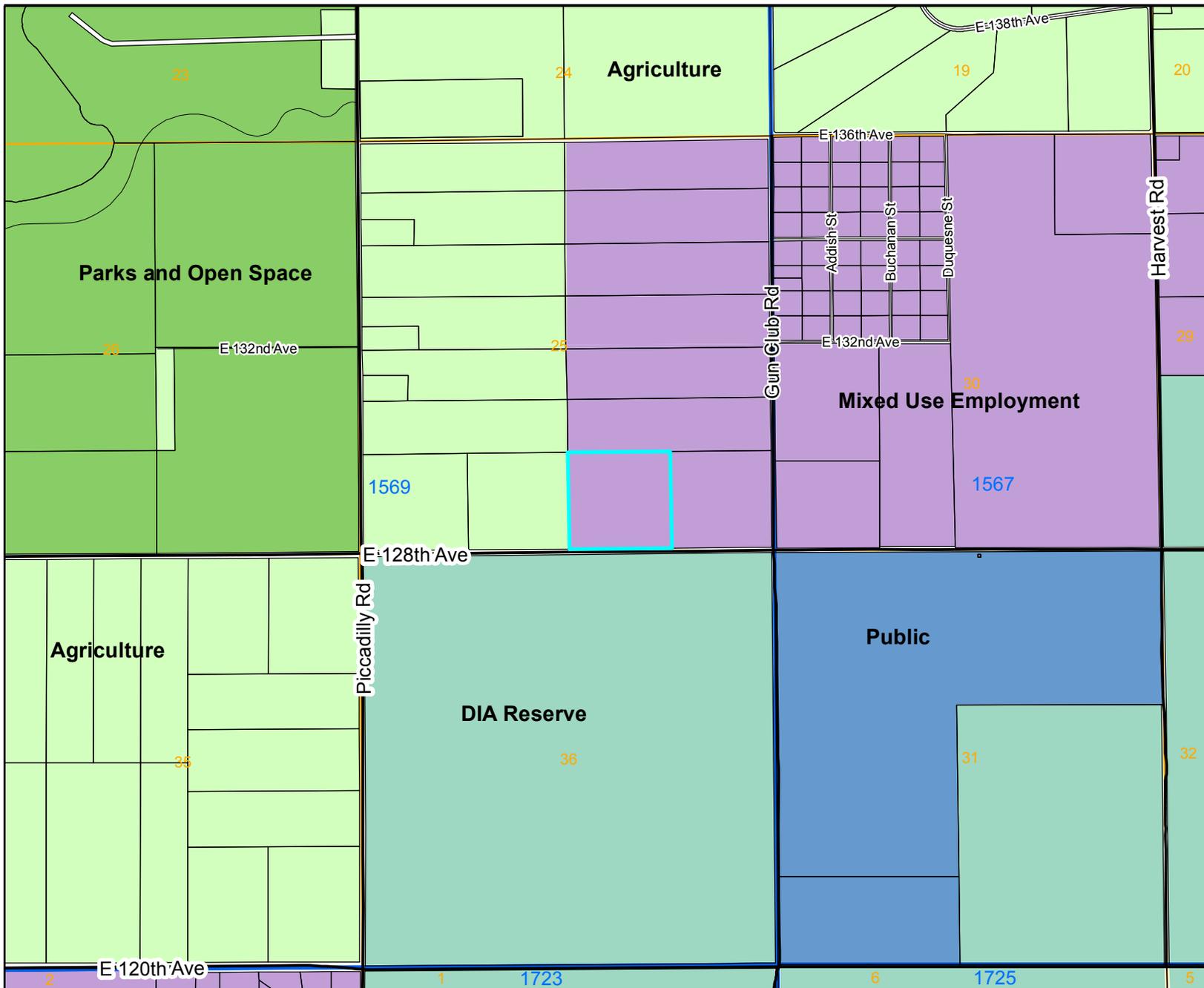
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ADAMS COUNTY
COLORADO

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EXHIBIT 1.4
COMPREHENSIVE PLAN MAP



LEGEND

- ★ Special Zoning Conditions
- 3 Section Numbers
- Railroad
- Major Water
- Zoning Line
- Sections

Zoning Districts

- A-1
- A-2
- A-3
- R-E
- R-1-A
- R-1-C
- R-2
- R-3
- R-4
- M-H
- C-0
- C-1
- C-2
- C-3
- C-4
- C-5
- I-1
- I-2
- I-3
- CO
- PL
- AV
- DIA
- P-U-D
- P-U-D(P)
- Airport Noise Overlay

HRM Resources Alma
USR2016-00007



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EXHIBIT 2.1
APPLICANT WRITTEN EXPLANATION

Written Explanation

Alma Wellpad

Sec. 25 T1S R66W
(SWSE)
Adams County, Colorado
Surface: Fee
Mineral Lease: Fee

Written Explanation

The proposed project consists of the construction of one (1) wellpad with up to twenty 20 wells and one access road for an oil and gas location to be operated by HRM Resources II, LLC (HRM). HRM does not intend to drill all (20) wells consecutively. The drilling schedule is subject to change due to economic conditions, business development priorities and equipment availability.

Sequence of Major Activities and Estimated Completion

Date

Access Road and WellPad:

Phase I-Pre-Drilling (14 - 21 days)

The access road will be constructed to meet or exceed standards set by Adams County. The access road will be graveled to crown/ditch standards. Ripping and dozing will be done on the contour to prevent erosion while improving the road. There will be minimal traffic during construction. Pad construction will be done simultaneously with road construction. The drilling rig will be moved onto the pad over the bladed road and drilling will begin. Culverts and other good engineering practices will be utilized to insure proper drainage under the access road and around the drill pad. A silt fence and/or ditch with catch ponds, and/or straw bales/waddles will surround the wellpad area during the drilling operations to prevent erosion. Site conditions may dictate alternate erosion control measures which will be chosen appropriately for current on-the-ground conditions.

Phase II-Drilling and Completion (Drilling: 10– 15 days per well, Completion: 5 – 10 days per well)

HRM management will utilize authorized employees and professional contractors to conduct the drilling and completion operations on site. The actual drilling phase is approximately 10-15 days per well, under normal circumstances. Drilling will be continuous, 24 hours a day, for this period. Completion operations will be performed on each well following the drilling phase. Any additional operations including well stimulation will be done at this point.

Phase III-Production

Well completion activities will be completed by this point and the well may be put online. The production facilities will be installed and the wells put on-line. The surface will be re-graded to

its prior condition as nearly as possible. Phase III can last upwards of 30 years depending on well performance. HRM anticipates mobilization and pad construction to begin in (Q1 2017) contingent upon approval from the Adams County and COGCC.

Construction Standards

Access Road:

Running surface width to be 10'-12', with a maximum running road surface of 16', total distributed width to be no more than 40'. Depending on oil and gas production and exploration in the area per design or private surface owner, the road may be widened into a standard road with a 24' running surface.

Borrow ditches are to be back-sloped 3:1 or shallower or as stipulated by the private surface owner. The borrow ditches along the access roads will be reseeded if the well is completed as a producer. Reseeding of the borrow ditches will reduce the area that will be utilized.

If necessary, culverts will be installed prior to commencement of drilling operations. Drainage to consist of borrow ditches on both sides. Low water crossings are not anticipated. However, if necessary, low water crossings will be used during drilling, as conditions dictate and upon completion. Crossings will be upgraded with corrugated metal pipes and/or gravel-bottomed low water crossings. Culverts will be placed on grade and aligned with the natural channel bed. Culvert sizes will be a minimum of 18" diameter.

Construction materials will be obtained from available permitted sources, if needed, and consist of pit gravel.

Wellpad:

The dimension of proposed facilities is anticipated at 500'x800', 400,000 sq/ft (\pm 9.2acres). Wellpad construction will commence approximately two (2) to five (5) weeks prior to drilling.

The traveled portion of production site will be gravel-surfaced prior to moving the drilling rig onsite. Site preparation will be done with standard excavation equipment using native materials. Additional surface material will be obtained from commercial sources or an approved borrow area. Salvaging and spreading topsoil will not be performed when the ground or topsoil is frozen or too wet to adequately support construction equipment. If such equipment creates ruts in excess of four (4) inches deep, the soil will be deemed too wet. In this case, all construction activities which may result in erosion will cease until the soil is deemed dry enough to resume activities.

Production facilities may vary according to the actual reservoir discovered and will be engineered upon completion of well tests. Production facilities will be clustered and placed away from cut/fill slopes to allow maximum recontouring of cut/fill slopes.

Onsite surface production facilities will consist of a maximum of, twenty wellhead manifolds, twenty separators, twenty-one oil tanks, seven produced water tanks, two vapor recovery towers, eight combustors, two generators, three scrubbers, four vapor recovery units, one gas sales line. Future equipment could include one oil sales line, one LACT unit, and three gas lift compressors. The entire location will be fenced with secure access following the conclusion of completion activities.

Following the construction of the drill site and production facilities, and as-built diagram will be generated, supplied to the county and retained onsite at all times.

Compliance Statement:

The HRM Alma Wellpad complies with Section 4-10-02-05-02(3). HRM has worked diligently with the surface owner, in choosing the location that will have the least impacts to the public, environment, and future development. HRM, in conjunction with the landowner, evaluated all potential alternative locations in the area before selecting this site. Please see the Best Management Practices (BMPs) HRM will employ to reduce or eliminate impacts. BMPs may change at any time due to site conditions, enhanced knowledge and technology. The county will be advised if any significant or structural BMP changes. The location was chosen as the ideal site for the following reasons:

- Distance to nearby building units and lack of surrounding building units.
- Alternative locations considered had more building unit conflicts.
- Pad access is off a county dirt road with minimal traffic.
- There are oil and gas operations currently in place across the road at State section 36 pad.
- HRM has plans to utilize locally sourced water found in nearby ditches or hydrants. This will reduce truck traffic which in turn will reduce noise and dust pollution.
- HRM continues to look at midstream options for utilizing pipelines to transfer water, oil and gas. By placing the Alma Pad and State Pad close together the prospect for attracting a pipeline increases. If economic, a pipeline will greatly reduce truck traffic in and out of the location for the life of the well. The utilization of pipelines also ensures a safer operation as it greatly reduces the number of tanks that are required on location.

Proposed Mitigation Measures:**Planning**

Development from new multi wellpad: HRM is permitting an Oil and Gas Location Assessment - Form 2A as a multi wellpad through the COGCC. This will eliminate the need for multiple wellpads which would ultimately require more surface disturbance. This site was chosen in cooperation with the surface owner to utilize open land as far from building units as possible.

Noise: An ambient sound study will be conducted to determine noise impacts to the nearby residents to the west and north. Based on the results of the noise study, the appropriate sound mitigation design(s) will be implemented. Sound mitigation may include sound walls that once erected will reduce noise pollution.

Odor Mitigation: HRM will comply with COGCC Rule 805 and the Colorado Department of Public Health and Environment (CDPHE), Air Quality Control Commission, Regulation No. 2 Odor Emission, 5 C.C.R. 1001-4, Regulation No. 3 (5 C.C.R. 1001-5), and Regulation No. 7 Section XVII.B.1 (a-c) and Section XII. HRM will also utilize a VOC to reduce odor emissions. The VOC combustor will be placed facing away from the residential buildings.

Visual Mitigation: Pursuant to COGCC Rule 804, the tank battery shall be painted in uniform, non-contrasting, non-reflective color tones with the colors matched to but slightly darker than the surrounding landscape to limit evaporation and waste of liquid hydrocarbons. The site was chosen in cooperation with the developer due to a natural tree barrier to the south that will act as a visual barrier. If sound walls are utilized, they will reduce visual impacts.

Lighting: All permanent lighting will be directed downward and internally. Temporary lighting shall conform to COGCC rules and regulations and not adversely affect adjacent residential

properties. The nearest public road is 100' away. Lighting from the location will not affect visibility on the road. Lights will be directed away from all public ROW. .

Landscaping: HRM will adhere to all Adams County requirements and/or surface owner requests. Where feasible, native vegetation will be minimally impacted. Motorized equipment will be restricted to the wellsite and access road to the wellsite. The location will be fenced to secure the location.

Weed Control and Management: HRM will manage weed control at the oil and gas facility and along the access road during construction, operations and until final abandonment and final reclamation is completed per Adams County and COGCC regulations.

Dust Mitigation: Fresh water, per COGCC rules, or another approved source will be applied to roads and land surfaces for purposes of dust mitigation as needed. No other liquid or substance generated by the production of the oil and gas facility will be applied to the road and land surface. The wellpad will be graveled, reducing dust pollution.

Erosion Control Measures: HRM will maintain a Stormwater Management Plan with site specific measures for erosion control. HRM will make thorough inspections, in accordance with the requirements set forth by CDPHE Water Quality Division (WQD). The inspection schedule is as follows:

- While site and road is under construction, an inspection is required at least every 14 calendar days;
- Post storm event inspections must be conducted within 24 hours after the end of any precipitation or snowmelt event that causes surface erosion.

Inspection records will be kept on file for a minimum of five (5) years from expiration or inactivation of permit coverage.

Traffic Control: HRM will construct leasehold road and well site to accommodate local emergency vehicle access requirements and will be maintained in a reasonable condition. A Traffic Plan is enclosed. HRM intends to utilize water sources nearby and lay flat surface pipelines which will reduce traffic.

General Housekeeping

Guy Line Anchors: All guy line anchors left buried for future use will be identified by a marker of bright color not less than four feet in height and not greater than one foot further of the guy line anchor.

Removal of Surface Trash: HRM agrees that all trash, refuse pipe, equipment, liquids, chemicals or other materials that are not necessary for the continued operations of the wells will be removed and disposed of no later than 30 days after completion. No such items will be burned or buried on location.

Material Handling and Spill Prevention

Leak Detection Plan: To ensure protection for the surface during fracturing treatment, the location will be specifically constructed to contain any releases or spills. All containment will be constructed of steel with impermeable barriers installed inside and along the internal sidewalks of the containment. Volume capacity will be 110% or greater of the largest tank plus largest annual rainfall.

Leak detection will be monitored by daily operator inspections and remote hi/lo pressure monitoring with electronic shut down functionality. Secondary containment will surround any trucks that carry, mix, or add chemicals to the flow stream as well as connections that could possibly leak fluid. Should any spill or release occur, every reasonable step will be taken to quickly remediate the area disturbed. One (1) to seven (7) inspections per week will be recorded and kept in the district office and available to regulatory agencies. Records will be kept electronically indefinitely. All tanks will have hi level shut down for all producing wells on the pad.

Both gas and oil sales systems will have remote Emergency Shut- Down (ESD) system' functionality and independently tied to the operational status of the purchasing line(s) or vessel, as well as high pressure ESD for all lines and vessels.

Any spills/release reportable to COGCC, will also be reported to Adams County verbally or in writing to the County's Local Government Designee (LGD), Local Planning and Development Department, Sheriff's Office, and the local fire district as soon as possible, but no more than 24 hours after discovery of the spill or release by HRM This includes spills/releases: 1) of any size that impacts or threatens to impacts any waters of the state, a residence or occupied structure, livestock, or public byway; 2) in which one (1) or more barrels of Exploration and Production Waste or produced fluid is spilled or released outside of berms or other secondary containment; and 3) of five (5) or more barrels regardless of whether the spill/release is completely contained within berms or other secondary containment. In addition, HRM will notify the surface owner or the surface owner's tenant of spills/releases in compliance with COGCC rules.

Control of Fire Hazards: HRM and its contractor's will employ best management practices during the drilling and production of its wells and facilities. They will comply with appropriate COGCC and Adams County rules concerning fire and safety. HRM will ensure that any flammable material will remain no less than 25 feet from the wellhead(s), tank(s) and separator(s).

Berm Construction: A steel containment berm or structure will be erected around the oil and water storage tanks. The steel berm will be inspected at least every 14 calendar days while the site is under construction and within 24 hours of a precipitation event. During the production phase one (1) to seven (7) inspections per week will be recorded and kept in the district office and available to regulatory agencies. Records will be kept electronically indefinitely.

Tank specifications: Tanks shall be constructed and maintained in accordance with the National Fire Protection Association Code 30 (2008 version). All tanks will be visually inspected once a day. Recorded inspections will be conducted once a month pursuant to 40 CFR §112.

Material Safety Data Sheets (MSDS) for materials and chemicals used will be kept onsite and updated/modified for each phase of operations. They will be made available to any emergency responders as needed.

Construction

Fencing: The wellsite will be fenced for security and in concurrence with surface owner request.

Drilling/Completion Operations

Closed Loop System: A Closed Loop System will be used for drilling and fluid management. No reserve pit will be used. Water based cuttings will be generated and assessed for land farming applications. Any cuttings other than water based will be hauled to an approved waste disposal site.

Green Completions: Emission Control Systems. Test separators and associated flow lines and sand traps shall be installed on-site to accommodate green completion techniques pursuant to COGCC Rules.

Air Emissions: Air emission sources shall comply with provisions of the state air quality control program and the rules and regulation promulgated by the State Air Quality Control. HRM will employ control measures and operating procedures as are necessary to minimize fugitive particulate emissions into the atmosphere.

Wildlife and Wildlife Habitat: The proposed oil and gas wells fall within the Adams County NRCO district. HRM contracted a independent consultant to evaluate the potential impact of the operations within the NRCO boundary. The study determined HRM will not cause significant degradation of wildlife.

BOPE for well servicing operations: Adequate blowout prevention equipment will be used on any servicing operations associated with this well. Backup staving valves shall be required on well servicing operations during reverse circulation. Valves will be pressure tested before each well servicing operation using both low-pressure and high-pressure fluid.

Water Sampling: HRM will adhere to COGCC Rule 318.A. HRM will utilize COGCC's criteria and protocol for analysis and submission to the COGCC data system. If there are no available water sources within a ½ mile radius of the proposed oil and gas facility, HRM will test the nearest downgradient water source within a one (1) mile radius prior to construction.

Interim Restoration (Production): Rehabilitation of unneeded, previously disturbed areas will consist of back sloping, and contouring all cut/fill slopes. These areas will be reseeded. The portions of the cleared well site not needed for operational and safety purposes will be recontoured to the original contour if feasible, or if not feasible, to an interim contour that blends with the surrounding topography as much as possible. Sufficient level area will remain for setup of a workover rig and to park equipment. In some cases, rig anchors may need to be pulled and reset after recontouring to allow for maximum interim reclamation.

Final Reclamation

Well site cleared. Within 90 days subsequent to the time of plugging and abandonment of the entire site, superfluous debris and equipment shall be removed from the site.

EXHIBIT 2.2
APPLICANT SITE PLAN

EXHIBIT 3.1
REFERRAL COMMENTS (XCEL ENERGY)



Right of Way & Permits
1123 West 3rd Avenue
Denver, Colorado 80223
Telephone: **303.571.3306**
Facsimile: 303. 571.3284
donna.l.george@xcelenergy.com

January 19, 2017

Adams County Community and Economic Development Department
4430 South Adams County Parkway, 3rd Floor, Suite W3000
Brighton, CO 80601

Attn: Christopher Simmons

Re: HRM Resources II Alma Well Pad, Case # USR2016-00007

Public Service Company of Colorado's Right of Way & Permits Referral Desk has reviewed the use by special review plans for **HRM Resources II Alma Well Pad** and has **no apparent conflict**.

If you have any questions about this referral response, please contact me at (303) 571-3306.

Sincerely,

Donna George
Contract Right of Way Referral Processor
Public Service Company of Colorado

EXHIBIT 3.2
REFERRAL COMMENTS (BRIGHTON FIRE DISTRICT)

From: [Jen Rutter](#)
To: [Chris Simmons](#)
Subject: Fwd: USR2016-00007 HRM Resources, Alma - Request for Comments
Date: Thursday, January 19, 2017 11:30:57 AM

Jen Rutter
Senior Environmental Analyst
Community & Economic Development Department
Adams County, Colorado
O: 720.523.6841 | jrutter@adcogov.org

----- Original message -----

From: "Means, Whitney" <wmeans@brightonfire.org>
Date: 1/19/17 11:11 AM (GMT-07:00)
To: Jen Rutter <JRutter@adcogov.org>
Subject: RE: USR2016-00007 HRM Resources, Alma - Request for Comments

Good morning Jen,

I have the following comments in regards to USR2016-00007:

- Emergency Preparedness Plan:

o Please remove my name and Stephanie Hackett's name from Table 4.1, Table 4.2, Table 4.3, and Table 4.4 as a contact for our district and simply leave Dispatch (911) as our contact.

o Please identify the nearest governmental or private foam stockpile and quantities.

o Please remove my name from the Table in Appendix C and add the On-duty Battalion Chief at phone number 303-591-7707.

o Please provide a map and a site plan showing street names and the access road specifications (ex: 16 feet wide, minimum 4 inch road base, capable of supporting 75,000 pounds).

Whitney Means

Deputy Fire Marshal

Brighton Fire Rescue District

500 S. 4th Ave. 3rd Floor

Brighton, CO 80601

303-654-8040

www.brightonfire.org

From: Jen Rutter [mailto:JRutter@adcogov.org]
Sent: Thursday, December 29, 2016 4:25 PM
To: Richard Atkins ; Means, Whitney
Subject: USR2016-00007 HRM Resources, Alma - Request for Comments

The Adams County Community & Economic Development Department is requesting comments on the following application:

Request for a Use by Special Review Permit to allow twenty (20) horizontal wells on one (1) well pad for the production of oil and gas.

Please find attached:

- Request for Comments & Project Description
- Oil & Gas Operations Plan
- Traffic Impact Study/Report
- Emergency Preparedness Plan

Please forward any written comments on this application to the Department of Community and Economic Development at 4430 South Adams County Parkway, Suite W2000A Brighton, CO 80601-8216 or (720) 523-6891 by 1/19/2016 in order that your comments may be taken into consideration in the review of this case. If you would like your comments included verbatim please send your response by way of e-mail to csimmons@adcogov.org.

Thank you,

Jen Rutter

Environmental Analyst, Community & Economic Development Department

ADAMS COUNTY, COLORADO

4430 South Adams County Parkway, 1st Floor, Suite W2000A

Brighton, CO 80601

O: 720.523.6841 | jrutter@adcogov.org

www.adcogov.org

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EXHIBIT 3.3
REFERRAL COMMENTS (TRI-COUNTY HEALTH DEPARTMENT)



January 19, 2017

Jen Rutter
Adams County
Community & Economic Development Department
4430 S Adams County Pkwy, Suite W2000A
Brighton, CO 80601

RE: HRM Resources, Alma, USR2016-00007
TCHD Case No. 4219

Dear Ms. Rutter:

Tri-County Health Department (TCHD) has reviewed the application for a Use by Special Review Permit to allow twenty horizontal wells on one well pad for the production of oil and gas located in part of the SW1/4SE1/4 of Section 25, Township 1S, Range 66W of the 6th Principal Meridian. After reviewing the materials received in the referral, TCHD staff has the following comments.

Domestic Wastewater Management

Proper wastewater management promotes effective and responsible water use, protects potable water from contaminants, and provides appropriate collection, treatment, and disposal of waste that protects public health and the environment. TCHD, as the local public health agency, plays a role in reviewing whether a new proposed land use has addressed the domestic water and wastewater needs and is the regulating agency for On-Site Wastewater Treatment Systems (OWTS). Because of the nature of oil and gas operations and the typical location of this land use, not in close proximity to existing wastewater facilities, many of the oil and gas sites utilize OWTS.

TCHD permits the use of OWTS including septic tanks and vault systems. If the site utilizes an OWTS or vault system for domestic wastewater, the applicant will need to obtain a Use Permit from TCHD. Please contact Mike Weakley at 720-200-1593 or mweakley@tchd.org.

Baseline Water Quality Testing

Water quality is unregulated in domestic and irrigation wells in Colorado and monitored in a limited manner for commercial wells. This means water quality testing is typically not required, and the water quality is often unknown. In general, TCHD supports baseline water quality testing to establish the existing water quality relative to the water well's permitted use and to identify water quality issues that should be known and addressed by the well's owner. Baseline water quality testing can also provide an understanding of pre-existing conditions should the water quality change in the future. Baseline and subsequent water quality testing data can support a determination of whether water treatment may be needed to protect the health of well water users and the health of the environment.

Specific Recommendations for Water Wells within ½ mile:

TCHD believes that any owner of a well within one-half mile of the proposed oil and gas operation should have the opportunity to obtain a baseline water quality test prior to the change in land use. One-half mile is the area of influence established by the Colorado Oil and Gas Conservation Commission's Final Rule 609 Statewide Groundwater Baseline Sampling and Monitoring.

TCHD recommends the following for well permits and water rights holders located within one-half mile of the proposed oil and gas well as they are likely used or will be used for drinking water for humans or animals.

- That the County or applicant notify owners of the wells or groundwater rights owners of the proposed application;
- That the County refer well owners who want to test their wells to TCHD for guidance on recommended testing parameters, procedures for selection of qualified sampling professionals and laboratories, and sharing of data; and
- That the County refers well owners desiring guidance for wellhead protection to TCHD.

Water Supply for Use by Workers

Providing clean and safe water for use by workers for ware washing, food preparation, hand washing, and showering is important. The majority of foodborne illnesses can be traced to improper food handling procedures in home, retail, or office kitchens. Improper transport, storage, cross-connections, and backflow also pose dangers to potable water quality.

TCHD will need to review information regarding the source of water for workers as well as any proposed potable water system used by workers. If the drinking water is to be hauled, a public water system identification number for the water hauler must be provided to TCHD.

Potential Temporary Water Storage

Non-potable water is often used onsite at oil and gas sites. The storage tank should be marked with a sign indicating the water is non-potable. In addition, these very large water storage tanks have the potential to collapse if not properly constructed with appropriate quality controls. A collapse can result in significant damage to the environment, property, and individuals that may be nearby. TCHD recommends the applicant employ proper quality control techniques when constructing the water storage tank.

Above Ground Storage Tanks

Fuel is often stored onsite at oil and gas sites. All storage tanks must have a secondary containment area, a routine monitoring system to check for leaks, and best management practices implemented in order to prevent the release of contaminants into the soil and water supplies.

Emergency Response Plan

One of the most common environmental releases associated with oil and gas drilling operations is the inadvertent surface spill of chemicals, produced water, or flowback water. TCHD commends the applicant for including response and notification procedures for responding to and effective strategies for minimizing the risk of spills and other incidents in the Emergency Response Plan.

If a spill or incident were to occur, the emergency response to spills should be indicated in the Spill Prevention, Control, and Countermeasures Plan that is kept onsite.

Specific information related directly to a potential leak or spill from the domestic wastewater system should also be addressed. In the event there is a domestic wastewater spill or leak, TCHD should be contacted immediately.

Air Quality Permitting

Air pollutant emissions including flares are regulated by the Colorado Department of Public Health and Environment. Vapor recovery equipment should be used to control the release of vapors into the environment. The use of green completion technology is strongly encouraged at every site. If the site is to use multiple flares and combustors, the oil and gas industry permits should include a regulatory analysis determining the applicability of state and federal air quality permitting requirements and air pollution control regulations for the proposed emissions source(s). More information as well as all forms can be found online at <https://www.colorado.gov/pacific/cdphe/all-permits>.

Dust Control and Mitigation

TCHD encourages the applicant to follow best management practices for erosion control on the site, specifically to minimize excessive dust from land disturbance. This will help minimize the environmental impact resulting from any construction and land disturbance on the site. TCHD encourages any reclamation, including site pad minimization, and reseeded activities to occur as early as possible. This prevents erosion, helps control excessive weeds, and can provide some benefit to air quality.

Traffic Safety

Oil and gas production and monitoring wells involve significant truck traffic to and from a site during the construction and drilling process. TCHD commends the applicant for including a traffic impact study along with traffic mitigation methods in their application and TCHD encourages the County to designate a primary traffic route for all construction traffic and deliveries. If the trucks servicing the site will be traveling on a local school bus route, we encourage the County to work with the applicant to minimize traffic during hours when school buses are in operation.

Please feel free to contact me at (720) 200-1585 or lbroten@tchd.org if you have any questions on TCHD's comments.

Sincerely,



Laurel Broten, MPH
Land Use and Built Environment Specialist
Tri-County Health Department

CC: Sheila Lynch, Monte Deatrich, TCHD

EXHIBIT 3.4
REFERRAL COMMENTS (BRIGHTON SCHOOL DISTRICT 27J)

From: [Jen Rutter](#)
To: [Chris Simmons](#)
Subject: Fwd: USR2016-00007 HRM Resources, Alma - Request for Comments
Date: Thursday, January 19, 2017 4:22:13 PM

Jen Rutter
Senior Environmental Analyst
Community & Economic Development Department
Adams County, Colorado
O: 720.523.6841 | jrutter@adcogov.org

----- Original message -----

From: Kerrie Monti <kmonti@sd27j.net>
Date: 1/19/17 4:20 PM (GMT-07:00)
To: Jen Rutter <JRutter@adcogov.org>
Subject: Re: USR2016-00007 HRM Resources, Alma - Request for Comments

Hello Chris,
The school district has no objection to this case. Thanks, as always, for checking with us!

Kerrie Monti| Planning Manager
School District 27J |18551 E 160th Avenue| Brighton, CO 80601
303-655-2984| Fax 303-655-2805

kmonti@sd27j.net | www.sd27j.org

On Fri, Dec 30, 2016 at 8:05 AM, Jen Rutter wrote:

Please find attached the corrected Request for Comments with the correct referral end date of 1/19/17.

The Adams County Community & Economic Development Department is requesting comments on the following application:

Request for a Use by Special Review Permit to allow twenty (20) horizontal wells on one (1) well pad for the production of oil and gas.

Please find attached:

- Request for Comments & Project Description
- Oil & Gas Operations Plan
- Traffic Impact Study/Report
- Emergency Response Plan

EXHIBIT 3.5
REFERRAL COMMENTS (DEVELOPMENT ENGINEERING)

Jen,

Development Engineering has reviewed the revised Traffic Impact Study (TIS), dated March 17, 2017 and completed consultation with the Transportation Department of Adams County. As a result of the review and consultation it was determined that the number, size, and weight of vehicles used to support the well pad construction, the drilling rig mobilization and demobilization, the drilling operation, the stimulation operation, completion, flowback operation, tank battery construction, and the production operation will have a negative impact on Piccadilly Road and 128th Avenue. The duration of this entire operation is estimated at 20 years with a maximum daily trips of 210 vehicles per day. Piccadilly Road is a paved roadway and 128th Avenue consist of road base material. The current condition of 128th Avenue cannot support the weight and ultimately the number of vehicles generated from the well pad site. Given this information, Adams County Development Engineering offers the following comments:

1. The maintenance of Piccadilly is estimated to be \$40,000 and the county requests payment upfront prior to commencement of drilling and completion.
2. Paving of 128th Avenue is required from Piccadilly Road to the access point of the well pad site. The pavement must be in accordance to Chapter 7 of the Adams County Development Standards and Regulations for a minor arterial rural street cross section. The developer will be required to build out half width of the minor arterial rural street cross section. This will consist of an asphalt pavement width of 30 feet for an estimated distance of 3,200 linear feet. The pavement thickness will be calculated as described in Chapter 7, Section 7-02-03-03-04, page 7-47 of the Adams County Development Standards and Regulations.

Email or call with questions, 720-523-6824.

Sincerely

T. Greg Labrie, PE, CFM
Senior Engineer
Adams County
Development Engineering Services
4430 S. Adams County Parkway
Brighton, CO 80601



EXHIBIT 4.1
CITIZEN COMMENTS

From: [Barbara Mares](#)
To: [Chris Simmons](#)
Subject: HRM RESOURCES II ALMA WELL PAD PROJECT NUMBER USR2016-00007
Date: Tuesday, January 10, 2017 2:36:59 PM

I WOULD LIKE TO COMMENT ON THE 20 HORIZONTAL WELLS ON 1 WELL PAD FOR THE PRODUCTION OF OIL AND GAS.

I AM TOTALLY AGAINST IT. I LIVE ACROSS FROM BARR LAKE ON PICADILLY ROAD. I WATCHED THE OIL AND GAS COMPANY COME OUT AND DRILL ON THE BARR LAKE PROPERTY. THEY INSTALLED BIG BARRELS UNDERGROUND WITH PIPES STICKING UP OUT OF THE GROUND. BEFORE THEY DID THAT, THE DEER AND WILDLIFE WERE ALWAYS OVER THERE. I ENJOYED WATCHING THEM GRAZE AND RUN. EVEN THOUGH THAT ALL HAPPENED THREE TO FOUR YEARS AGO, THE WILDLIFE HAS NEVER COME BACK LIKE THEY DID BEFORE. NOW MAYBE ONCE A YEAR THEY ARE THERE. PEOPLE ARE INVADING ALL THE LAND THAT THE WILDLIFE HAVE LIVED IN FOR MANY MANY YEARS. WE ARE PUSHING THEM OUT OF THERE LAND AND THEY HAVE LESS AND LESS LAND TO LIVE IN WITHOUT HUMANS DESTROYING ALL OF IT.

THE MAP YOU SENT LOOKS LIKE MORE PIPES GOING THROUGH THE SAME PLACE ALL THE DRILLING WENT THROUGH THREE OR FOUR YEARS AGO. THE MORE WE ACCEPT ALL THE DRILLING THE MORE THE OIL AND GAS COMPANIES ARE GONNA JUST KEEP GOING AND DESTROYING MORE AND MORE NATURAL LAND. THERE HAS TO BE A STOP TO ALL OF THIS. YOUR LETTER SAYS THE STUDY DETERMINED HRM WOULD NOT CAUSE SIGNIFICANT DEGRADATION OF WILDLIFE. I DISAGREE. THE WILDLIFE CAN SEE AND SMELL ALL THE HUMAN EFFECTS ON THE LAND LONG AFTER HUMANS HAVE LEFT AND THEY ARE WILD AND THEY DON'T LIKE IT.

THE AFTER AFFECTS OF ALL THE HUMANS DO TO LAND DOES LEAVE A LONGTIME EFFECT ON THE ANIMALS . THERE HAS TO BE A SOLUTION WITHOUT AFFECTING THE WILDLIFE AND LAND SURROUNDING BARR LAKE AND THE SURROUNDING AREA.

THANK YOU
BARBARA MARES

From: [Leovi Madera](#)
To: [Chris Simmons](#)
Subject: Re: HRM Resources II- Proposed Alma Wellpad
Date: Thursday, January 19, 2017 7:31:03 AM

Mr. Simmons,

I am opposed to this site. We are concerned for our health with the number of sites that are already around our area. This site is too close to our home and our neighbors. We are concerned for our health as CDPHE has recently started to monitor this but over time there will be health issues that come up. We are concerned for our water as we are on well water and we have seen in many places of the United States where leaks occur because they are not installed or maintained properly. Recently, we have also seen semis that have been in accident in the area and spill hazardous material. The most recent being on Welby Road. Our home in particular is feeling wave movement during times in the basement of our home that is not associated with anything in our home. We have seen in Oklahoma and elsewhere the number of earthquakes associated with oil drilling. It is about time that Commerce City stand up against the oil business like Broomfield and do what is best for its citizens.

Leovi Madera

On Thu, Jan 5, 2017 at 12:25 PM, Chris Simmons <CSimmons@adcogov.org> wrote:

Good afternoon,

Please find an attached map showing the location of the proposed HRM Resources II Alma wellpad. The wellpad will be located in the highlighted parcel NE of 128th Ave and Gun Club.

If you have further questions, please feel free to contact me.

Thanks,

Chris



Christopher Simmons

Oil & Gas Liaison, *Community & Economic Development Department*

ADAMS COUNTY, COLORADO

4430 South Adams County Parkway, 1st Floor, Suite W2000A

Brighton, CO 80601

Comment 2

From: [Jen Rutter](#)
To: [Chris Simmons](#)
Subject: HRM Alma Referral - Phone Call
Date: Wednesday, January 11, 2017 9:35:10 AM

Chris,

Please make a note in your referral comments for HRM Alma:

Naomi Sylvia
13220 Piccadilly Road
(303) 659 2442

Requests:

- 1) Well water sampled before and after the drilling**
- 2) Visual mitigation**

Thank you,
Jen

Jen Rutter

Senior Environmental Analyst, *Community & Economic Development Department*
ADAMS COUNTY, COLORADO
4430 South Adams County Parkway, 1st Floor, Suite W2000A
Brighton, CO 80601
o: 720.523.6841 | jrutter@adcogov.org
www.adcogov.org

From: pfriend@comcast.net
To: [Chris Simmons](#)
Subject: Alma 1S-66-2524PAD
Date: Saturday, February 04, 2017 6:34:02 PM

We are concerned our well water will be adversely affected.

And the pumping of water under the ground's surface will drain down, leaving cavities. Also pumping water under the surface causes man-made earthquakes.

Pam Friend

From: [De Wayne Crowder](#)
To: [Jen Rutter](#)
Subject: RE: Automatic reply: USR2016-00007
Date: Wednesday, March 15, 2017 11:25:21 AM

Jen,

Thank you for your response and the information. I live outside the ½ mile mailing range but do live on the section of land where the drilling is to take place.

In one of the documents I was reading it stated that drilling operations will be going on 24 hours a day until finished and that the operator will do noise mitigation where necessary. I doubt that there is a way to mitigate all the noise and if residents are trying to sleep and having to work the next day this could pose a quite a problem. Secondly, wildlife in the area will be affected by all this noise and operations. We live here because we like the wildlife and the bird flight paths that come over and around our area. We really don't want to see this disturbed. Some of us also have and ride horses in the area. Horses are not fond of this kind of disturbance any more than other animals. Not to mention as we are outside our residences we are subject to the same noise pollution as the wildlife. As noise pollution rises our quality of life decreases.

Next, as traffic increases due to operations on 128th (which is a dirt road) the road surface will become rougher and less desirable and harder to drive on. The road is not maintained very well as is and all this traffic will make it even worse. With increased traffic volumes comes more people speeding along 128th which is right now a problem with some neighbors posting personal signs asking motorists to slow down. This combined with the fact that 128th west of Piccadilly and Piccadilly north of 128th have just been resurfaced and is very nice to drive on. These large trucks and heavy equipment will no doubt tear this road up and place it in the same worn and rough condition as before not to mention increased noise and air pollution and increased safety issues.

Last but not least what about our water supply? All of us are on well water. How would we know if our wells have been contaminated unless we spend countless dollars testing our wells monthly or annually? This is a cost I would not like to bear but would feel absolutely necessary to do if this project starts. I am quite certain that this entire section is supplied by the same aquifer underground. If contaminated, all of us will be affected regardless if we live only ½ mile away or a bit more.

This operation seems to be more of a hindrance to our neighborhood and lifestyle than anything. We live here close to Barr Lake and in a rural part of town for the peace and quiet not to hear diesel drilling rigs running 24 hours a day, have increased traffic, worsening roads conditions and possible water contamination. I would ask that you strongly reconsider this projects impact on the residences of this neighborhood and not issue this permit. The operator can surely find what they are drilling for farther out of town where the impact will be less intrusive and / or abrasive.

Thank you taking the time to answer my original email and to consider my views and opinions on this project.

Respectfully,

De Wayne Crowder
13455 Gun Club Road

From: Jen Rutter [mailto:JRutter@adcogov.org]
Sent: Wednesday, March 15, 2017 10:12 AM
To: dec@estreet.com
Subject: RE: Automatic reply: USR2016-00007

Mr. Crowder,

The Comment Period is closed for the Alma Well Pad, however, you may submit comments for the record and I will pass them along to the operator. The County permit for the site has not yet been issued, so if you have concerns, we may be able to address them in the Conditions of Approval on the permit.

Regarding the public notice for this case, property owners within ½ mile of the parcel boundary for the proposed well pad were mailed a notification letter and request for comments. The same property owners were invited to a neighborhood meeting hosted by the operator. At the same time, the application materials and subsequent case documents have been posted to the Adams County website. Posting signs is not required as part of the County regulations and only recently had signs been made for Public Notice.

Please send me your comments about this proposal and I will include them in the Staff Report. If you have any additional questions, please let me know.

Thank you,
Jen

Jen Rutter

Senior Environmental Analyst, *Community & Economic Development Department*
ADAMS COUNTY, COLORADO
4430 South Adams County Parkway, 1st Floor, Suite W2000A
Brighton, CO 80601
o: 720.523.6841 | jrutter@adcogov.org
www.adcogov.org

From: De Wayne Crowder [mailto:dec@estreet.com]
Sent: Wednesday, March 15, 2017 10:03 AM
To: Jen Rutter
Subject: FW: Automatic reply: USR2016-00007

Christopher Simmons,

I just noticed a PUBLIC NOTICE sign laying in the ditch on 128th Ave between Piccadilly Road and Gun Club Road. I understand this pertains to a drilling operation that is to take place in that area. Looking on your website I see where comments about his operation were closed before this notice was posted. Did I miss the first PUBLIC NOTICE sign laying in a ditch somewhere? If I had seen the first one I would have submitted comments on this project.

If it is not too late I would like to submit comments for the record on this operation.

Respectfully,

De Wayne Crowder

From: Chris Simmons [<mailto:CSimmons@adcogov.org>]

Sent: Wednesday, March 15, 2017 9:42 AM

To: De Wayne Crowder <dec@estreet.com>

Subject: Automatic reply: USR2016-00007

Hello,

Chris Simmons is no longer an Adams County employee. If you have questions regarding oil and gas development, please contact Jen Rutter at jrutter@adcogov.org / 720-523-6841.

Thank you.

**Adams County
Community and Economic Development Department
Development Review Comments**

		Case Number: USR2016-00007		Case Name: HRM Resources II- Alma Wellpad	
		Applicant: HRM Resources II		Date Initiated: 12.29.2016	
Referral Comment No.	Mapped?	Reviewer Initials	County Comment	Applicant Response (date)	
1	TBD	CS	Staff has reviewed comment- referral was sent to CPW, however, staff received no referral comments		
2	TBD	CS	Staff has reviewed comments and is evaluating how Conditionals of Approval (COAs) may be used to mitigate impacts		
3	TBD	CS	Staff has reviewed comments. Section 6(c) of the Adams County Memorandum of Understanding provides property owners within ½ mile of the proposed Oil and Gas location the ability to request a one-time baseline water well test. Applicant should contact the operator to arrange aforementioned water well test. Staff is reviewing and evaluating how conditions of approval (COAs) may be used to mitigate impacts		
4	TBD	CS	Staff has reviewed comments. Section 6(c) of the Adams County Memorandum of Understanding provides property owners within ½ mile of the proposed Oil and Gas location the ability to request a one-time baseline water well test. Applicant should contact the operator to arrange aforementioned water well test.		

Agency Referral Comments:

1. Tri-County Health Department provided comments regarding domestic water use and other associated precautions including but not limited to:

- a. Domestic Wastewater Management
 - b. Baseline Water Quality Testing
 - c. Water Supply for Use by Workers
 - d. Potential Temporary Water Storage
 - e. Above Ground Storage Tanks
 - f. Emergency Response Plan
 - g. Air Quality Permitting
 - h. Dust Control Mitigation
 - i. Traffic Safety
2. School District 27J has no objections to the case
 3. Xcel Energy has no apparent conflict
 4. Brighton Fire Protection District provided specific feedback regarding Emergency Response Plan (ERP) please revise and resubmit.

General comments:

- 1) Potential well water contamination is a concern of multiple community members. Please provide contact information for community members to receive baseline well water sampling per Section 6(c) of the Executed Adams County Memorandum of Understanding.
- 2) Wildlife interference is also a concern. Has HRM Resources II contacted Colorado Parks and Wildlife (CPW) with regards to potential mitigation measures?

EXHIBIT 4.2
APPLICANT RESPONSES



February 20, 2017

Christopher Simmons
4430 South Adams County Parkway
1st Floor Suite W2000A
Brighton, CO 80601

RE: Adams County Case Number: USR2016-00007

HRM Resources II, LLC Alma Pad AUSR RE: Public Comments

Mr. Simmons,

HRM Resources II, LLC is submitting this in response to Adams County staff and residents' comments made on the Alma Pad AUSR application (**Adams County Case Number: USR2016-00007**). If there are additional question or concerns please contact me using the information below.

1. Staff has reviewed comment- referral was sent to CPW, however, staff received no referral comments:

HRM Resources II, LLC completed a Natural Resources Conservation Overlay, (NRCO) Resource Review prior to submitting the AUSR application. The review found no significant habitat or resource values or impacts to habitat or wildlife on or near the proposed location. See section 15.1 of AUSR application for reference.

2. Staff has reviewed comments and is evaluating how Conditionals of Approval (COAs) may be used to mitigate impacts:

HRM Resources II, LLC (HRM), has submitted the 2A Oil and Gas Location Assessment to the Colorado Oil and Gas Conservation Commission for review. The 2A application contains a list of Best Management Practice (BMP's), used to mitigate impact of oil and gas development on the surrounding area. HRM also included these BMP's in the AUSR applications submitted to Adams County. HRM will continue to work with the County and State to incorporate additional BMP's that are reasonable and practical for this operation. HRM plans to incorporate all COGCC enforceable BMP's into the 2A application.

3. Staff has reviewed comments. Section 6(c) of the Adams County Memorandum of Understanding provides property owners within ½ mile of the proposed Oil and Gas location the ability to request a one-time baseline water well test. Applicant should contact the operator to arrange aforementioned water well test. Staff is reviewing and evaluating how conditions of approval (COAs) may be used to mitigate impacts:

HRM Resources II, LLC has signed the Adams County MOU and will meet all requirements agreed to in the agreement. This includes the testing of all water wells within one half (1/2) mile of the well locations. HRM will offer testing to all water well owners within the ½ miles buffer prior to spudding the first well.

4. Emergency Preparedness Plan (EPP):

HRM Resources II, LLC will revise EPP and resubmit to Adams County and Brighton Fire Protection District addressing each issue in the comment letter. HRM received a Will Serve letter from Whitney Means at Brighton Fire Protection District. –See Attachment



5. The Denver International Airport (DEN) Planning Office Comments:

1. The property lies approximately 14,316 ft (2.7 miles) northwest from the north end of existing Runway 16R at DEN.
2. The property falls within the Title 14 CFR Part 77 Navigable Airspace Surfaces associated with DEN. Should the proponent erect temporary construction equipment that is at least 200 ft. above ground level (AGL) the Federal Aviation Administration (FAA) would require the proponent to file an FAA Form 7460-1 (Notice of Proposed Construction or Alteration) in order to complete an FAA aeronautical study. See FAA Advisory Circular 70/7460-2K,

HRM Resources II, LLC has no plans to utilize permanent or temporary equipment that will meet the 200 ft. height requirement. In the event this changes HRM will obtain necessary permit from FAA prior to constructing and utilize such equipment.

6. Tri-County Health:

- a. Domestic Wastewater Management. Equipment and manpower will be at the site for a relatively brief period of time. When employees and contractors are on site, the operator will ensure that portable restrooms are available and are maintained on a rigorous schedule. The operation will not be extensive enough in scope and duration to require a septic or vault system.
- b. Baseline Water Quality Testing. The operator will offer baseline water quality testing to any property owner within ½ mile of the oil and gas location, at no cost to the property owner. The operator expects a number of property owners to request such sampling and that will result in the creation of a robust baseline water quality measurement. COGCC rules specify testing parameters for such testing.
- c. Water Supply for Use by Workers. The operator will ensure that all contractors and vendors provide fresh supplies of potable water on a daily basis when employees are on site.
- d. Potential Temporary Water Storage. All water storage tanks onsite will be signed as either potable or non-potable. Any water storage tanks on site will be small; the risk of collapse will be small, and any potential environmental impacts from a collapse would be insignificant.
- e. Above Ground Storage Tanks. Construction and operation of any storage tanks for fuel, condensate or crude will comply fully with all SPCC requirements, including secondary containment.
- f. Emergency Response Plan. The operator will comply fully with all SPCC requirements as well as with all COGCC, CDPHE, and EPA requirements with regard to spills. The operator also will put in place an extensive emergency response plan that addresses all foreseeable potential emergencies and necessary response actions.
- g. Air Quality Permitting. The operator will comply fully with all COGCC requirements regarding venting and flaring, and with all CDPHE air permitting requirements.
- h. Dust Control Mitigation. The operator and all contractors and vendors will employ Best Management Practices (BMPs), to minimize any dust in the area, and will comply with all COGCC interim and final reclamation requirements.
- i. Traffic Safety. The operator has proposed a traffic route that minimizes impacts to communities from all construction traffic. The operator also will require compliance with all traffic laws on the part of contractors and vendors.

Thanks,

Derek Petrie
Regulatory Supervisor
P: 720-420-5748
M: 307-389-8350



Brighton Fire Rescue District

500 S. 4th Ave, 3rd Floor • Brighton, Colorado 80601

Telephone: (303) 659-4101 • Fax: (303) 659-4103 • Website: www.brightonfire.org.

December 14, 2016

Nicholas Holland
Aarden Consulting Group Ltd.

Subject: Will Serve Letter

Project: HRM Resources Alma Well Pad Site; 39.92893, -104.72228 (North of 128th between Piccadilly and Gun Club Road)

To Whom It May Concern:

The above named project is within the boundaries of the Brighton Fire Rescue District and will be served by the District. Fire protection and prevention services provided by the District will be according to applicable laws and District rules, regulations, and policies.

Please contact this office if you need further information or have any questions.

Sincerely,

A handwritten signature in black ink, appearing to read "Whitney Means", is written over a vertical line that extends from the signature down to the contact information below.

Whitney Means
Deputy Fire Marshal
wmeans@brightonfire.org

EXHIBIT 5.1
REQUEST FOR COMMENTS



Request for Comments

Case Name: HRM Resources II Alma Well Pad
Project Number: USR2016-00007

December 29, 2016

Adams County Community and Economic Development Department is requesting comments on the following request:

Request for a Use by Special Review Permit to allow up to twenty (20) horizontal wells on one (1) well pad for the production of oil and gas.

This request is located at approximately the northwest corner of E 128th Ave and Gun Club Road.

The Assessor's Parcel Number is 0156925400003.

Please forward any written comments on this application to the Department of Community and Economic Development at 4430 South Adams County Parkway, Suite W2000A Brighton, CO 80601-8216 by January 19, 2017 so that your comments may be taken into consideration in the review of this case. Please send your response by way of e-mail to csimmons@adcogov.org.

The complete Use by Special Review Permit application can be found at adcogov.org/planning/currentcases

Additional Oil and Gas information can be found at adcogov.org/oil-and-gas-information

Thank you for your review of this case.

Christopher Simmons
Case Manager

Written Explanation

Alma Wellpad

Sec. 25 T1S R66W
(SWSE)
Adams County, Colorado
Surface: Fee
Mineral Lease: Fee

Written Explanation

The proposed project consists of the construction of one (1) wellpad with up to twenty 20 wells and one access road for an oil and gas location to be operated by HRM Resources II, LLC (HRM). HRM does not intend to drill all (20) wells consecutively. The drilling schedule is subject to change due to economic conditions, business development priorities and equipment availability.

Sequence of Major Activities and Estimated Completion

Date

Access Road and WellPad:

Phase I-Pre-Drilling (14 - 21 days)

The access road will be constructed to meet or exceed standards set by Adams County. The access road will be graveled to crown/ditch standards. Ripping and dozing will be done on the contour to prevent erosion while improving the road. There will be minimal traffic during construction. Pad construction will be done simultaneously with road construction. The drilling rig will be moved onto the pad over the bladed road and drilling will begin. Culverts and other good engineering practices will be utilized to insure proper drainage under the access road and around the drill pad. A silt fence and/or ditch with catch ponds, and/or straw bales/waddles will surround the wellpad area during the drilling operations to prevent erosion. Site conditions may dictate alternate erosion control measures which will be chosen appropriately for current on-the-ground conditions.

Phase II-Drilling and Completion (Drilling: 10– 15 days per well, Completion: 5 – 10 days per well)

HRM management will utilize authorized employees and professional contractors to conduct the drilling and completion operations on site. The actual drilling phase is approximately 10-15 days per well, under normal circumstances. Drilling will be continuous, 24 hours a day, for this period. Completion operations will be performed on each well following the drilling phase. Any additional operations including well stimulation will be done at this point.

Phase III-Production

Well completion activities will be completed by this point and the well may be put online. The production facilities will be installed and the wells put on-line. The surface will be re-graded to

its prior condition as nearly as possible. Phase III can last upwards of 30 years depending on well performance. HRM anticipates mobilization and pad construction to begin in (Q1 2017) contingent upon approval from the Adams County and COGCC.

Construction Standards

Access Road:

Running surface width to be 10'-12', with a maximum running road surface of 16', total distributed width to be no more than 40'. Depending on oil and gas production and exploration in the area per design or private surface owner, the road may be widened into a standard road with a 24' running surface.

Borrow ditches are to be back-sloped 3:1 or shallower or as stipulated by the private surface owner. The borrow ditches along the access roads will be reseeded if the well is completed as a producer. Reseeding of the borrow ditches will reduce the area that will be utilized.

If necessary, culverts will be installed prior to commencement of drilling operations. Drainage to consist of borrow ditches on both sides. Low water crossings are not anticipated. However, if necessary, low water crossings will be used during drilling, as conditions dictate and upon completion. Crossings will be upgraded with corrugated metal pipes and/or gravel-bottomed low water crossings. Culverts will be placed on grade and aligned with the natural channel bed. Culvert sizes will be a minimum of 18" diameter.

Construction materials will be obtained from available permitted sources, if needed, and consist of pit gravel.

Wellpad:

The dimension of proposed facilities is anticipated at 500'x800', 400,000 sq/ft (±9.2acres). Wellpad construction will commence approximately two (2) to five (5) weeks prior to drilling.

The traveled portion of production site will be gravel-surfaced prior to moving the drilling rig onsite. Site preparation will be done with standard excavation equipment using native materials. Additional surface material will be obtained from commercial sources or an approved borrow area. Salvaging and spreading topsoil will not be performed when the ground or topsoil is frozen or too wet to adequately support construction equipment. If such equipment creates ruts in excess of four (4) inches deep, the soil will be deemed too wet. In this case, all construction activities which may result in erosion will cease until the soil is deemed dry enough to resume activities.

Production facilities may vary according to the actual reservoir discovered and will be engineered upon completion of well tests. Production facilities will be clustered and placed away from cut/fill slopes to allow maximum recontouring of cut/fill slopes.

Onsite surface production facilities will consist of a maximum of, twenty wellhead manifolds, twenty separators, twenty-one oil tanks, seven produced water tanks, two vapor recovery towers, eight combustors, two generators, three scrubbers, four vapor recovery units, one gas sales line. Future equipment could include one oil sales line, one LACT unit, and three gas lift compressors. The entire location will be fenced with secure access following the conclusion of completion activities.

Following the construction of the drill site and production facilities, and as-built diagram will be generated, supplied to the county and retained onsite at all times.

Compliance Statement:

The HRM Alma Wellpad complies with Section 4-10-02-05-02(3). HRM has worked diligently with the surface owner, in choosing the location that will have the least impacts to the public, environment, and future development. HRM, in conjunction with the landowner, evaluated all potential alternative locations in the area before selecting this site. Please see the Best Management Practices (BMPs) HRM will employ to reduce or eliminate impacts. BMPs may change at any time due to site conditions, enhanced knowledge and technology. The county will be advised if any significant or structural BMP changes. The location was chosen as the ideal site for the following reasons:

- Distance to nearby building units and lack of surrounding building units.
- Alternative locations considered had more building unit conflicts.
- Pad access is off a county dirt road with minimal traffic.
- There are oil and gas operations currently in place across the road at State section 36 pad.
- HRM has plans to utilize locally sourced water found in nearby ditches or hydrants. This will reduce truck traffic which in turn will reduce noise and dust pollution.
- HRM continues to look at midstream options for utilizing pipelines to transfer water, oil and gas. By placing the Alma Pad and State Pad close together the prospect for attracting a pipeline increases. If economic, a pipeline will greatly reduce truck traffic in and out of the location for the life of the well. The utilization of pipelines also ensures a safer operation as it greatly reduces the number of tanks that are required on location.

Proposed Mitigation Measures:**Planning**

Development from new multi wellpad: HRM is permitting an Oil and Gas Location Assessment - Form 2A as a multi wellpad through the COGCC. This will eliminate the need for multiple wellpads which would ultimately require more surface disturbance. This site was chosen in cooperation with the surface owner to utilize open land as far from building units as possible.

Noise: An ambient sound study will be conducted to determine noise impacts to the nearby residents to the west and north. Based on the results of the noise study, the appropriate sound mitigation design(s) will be implemented. Sound mitigation may include sound walls that once erected will reduce noise pollution.

Odor Mitigation: HRM will comply with COGCC Rule 805 and the Colorado Department of Public Health and Environment (CDPHE), Air Quality Control Commission, Regulation No. 2 Odor Emission, 5 C.C.R. 1001-4, Regulation No. 3 (5 C.C.R. 1001-5), and Regulation No. 7 Section XVII.B.1 (a-c) and Section XII. HRM will also utilize a VOC to reduce odor emissions. The VOC combustor will be placed facing away from the residential buildings.

Visual Mitigation: Pursuant to COGCC Rule 804, the tank battery shall be painted in uniform, non-contrasting, non-reflective color tones with the colors matched to but slightly darker than the surrounding landscape to limit evaporation and waste of liquid hydrocarbons. The site was chosen in cooperation with the developer due to a natural tree barrier to the south that will act as a visual barrier. If sound walls are utilized, they will reduce visual impacts.

Lighting: All permanent lighting will be directed downward and internally. Temporary lighting shall conform to COGCC rules and regulations and not adversely affect adjacent residential

properties. The nearest public road is 100' away. Lighting from the location will not affect visibility on the road. Lights will be directed away from all public ROW. .

Landscaping: HRM will adhere to all Adams County requirements and/or surface owner requests. Where feasible, native vegetation will be minimally impacted. Motorized equipment will be restricted to the wellsite and access road to the wellsite. The location will be fenced to secure the location.

Weed Control and Management: HRM will manage weed control at the oil and gas facility and along the access road during construction, operations and until final abandonment and final reclamation is completed per Adams County and COGCC regulations.

Dust Mitigation: Fresh water, per COGCC rules, or another approved source will be applied to roads and land surfaces for purposes of dust mitigation as needed. No other liquid or substance generated by the production of the oil and gas facility will be applied to the road and land surface. The wellpad will be graveled, reducing dust pollution.

Erosion Control Measures: HRM will maintain a Stormwater Management Plan with site specific measures for erosion control. HRM will make thorough inspections, in accordance with the requirements set forth by CDPHE Water Quality Division (WQD). The inspection schedule is as follows:

- While site and road is under construction, an inspection is required at least every 14 calendar days;
- Post storm event inspections must be conducted within 24 hours after the end of any precipitation or snowmelt event that causes surface erosion.

Inspection records will be kept on file for a minimum of five (5) years from expiration or inactivation of permit coverage.

Traffic Control: HRM will construct leasehold road and well site to accommodate local emergency vehicle access requirements and will be maintained in a reasonable condition. A Traffic Plan is enclosed. HRM intends to utilize water sources nearby and lay flat surface pipelines which will reduce traffic.

General Housekeeping

Guy Line Anchors: All guy line anchors left buried for future use will be identified by a marker of bright color not less than four feet in height and not greater than one foot further of the guy line anchor.

Removal of Surface Trash: HRM agrees that all trash, refuse pipe, equipment, liquids, chemicals or other materials that are not necessary for the continued operations of the wells will be removed and disposed of no later than 30 days after completion. No such items will be burned or buried on location.

Material Handling and Spill Prevention

Leak Detection Plan: To ensure protection for the surface during fracturing treatment, the location will be specifically constructed to contain any releases or spills. All containment will be constructed of steel with impermeable barriers installed inside and along the internal sidewalks of the containment. Volume capacity will be 110% or greater of the largest tank plus largest annual rainfall.

Leak detection will be monitored by daily operator inspections and remote hi/lo pressure monitoring with electronic shut down functionality. Secondary containment will surround any trucks that carry, mix, or add chemicals to the flow stream as well as connections that could possibly leak fluid. Should any spill or release occur, every reasonable step will be taken to quickly remediate the area disturbed. One (1) to seven (7) inspections per week will be recorded and kept in the district office and available to regulatory agencies. Records will be kept electronically indefinitely. All tanks will have hi level shut down for all producing wells on the pad.

Both gas and oil sales systems will have remote Emergency Shut- Down (ESD) system' functionality and independently tied to the operational status of the purchasing line(s) or vessel, as well as high pressure ESD for all lines and vessels.

Any spills/release reportable to COGCC, will also be reported to Adams County verbally or in writing to the County's Local Government Designee (LGD), Local Planning and Development Department, Sheriff's Office, and the local fire district as soon as possible, but no more than 24 hours after discovery of the spill or release by HRM This includes spills/releases: 1) of any size that impacts or threatens to impacts any waters of the state, a residence or occupied structure, livestock, or public byway; 2) in which one (1) or more barrels of Exploration and Production Waste or produced fluid is spilled or released outside of berms or other secondary containment; and 3) of five (5) or more barrels regardless of whether the spill/release is completely contained within berms or other secondary containment. In addition, HRM will notify the surface owner or the surface owner's tenant of spills/releases in compliance with COGCC rules.

Control of Fire Hazards: HRM and its contractor's will employ best management practices during the drilling and production of its wells and facilities. They will comply with appropriate COGCC and Adams County rules concerning fire and safety. HRM will ensure that any flammable material will remain no less than 25 feet from the wellhead(s), tank(s) and separator(s).

Berm Construction: A steel containment berm or structure will be erected around the oil and water storage tanks. The steel berm will be inspected at least every 14 calendar days while the site is under construction and within 24 hours of a precipitation event. During the production phase one (1) to seven (7) inspections per week will be recorded and kept in the district office and available to regulatory agencies. Records will be kept electronically indefinitely.

Tank specifications: Tanks shall be constructed and maintained in accordance with the National Fire Protection Association Code 30 (2008 version). All tanks will be visually inspected once a day. Recorded inspections will be conducted once a month pursuant to 40 CFR §112.

Material Safety Data Sheets (MSDS) for materials and chemicals used will be kept onsite and updated/modified for each phase of operations. They will be made available to any emergency responders as needed.

Construction

Fencing: The wellsite will be fenced for security and in concurrence with surface owner request.

Drilling/Completion Operations

Closed Loop System: A Closed Loop System will be used for drilling and fluid management. No reserve pit will be used. Water based cuttings will be generated and assessed for land farming applications. Any cuttings other than water based will be hauled to an approved waste disposal site.

Green Completions: Emission Control Systems. Test separators and associated flow lines and sand traps shall be installed on-site to accommodate green completion techniques pursuant to COGCC Rules.

Air Emissions: Air emission sources shall comply with provisions of the state air quality control program and the rules and regulation promulgated by the State Air Quality Control. HRM will employ control measures and operating procedures as are necessary to minimize fugitive particulate emissions into the atmosphere.

Wildlife and Wildlife Habitat: The proposed oil and gas wells fall within the Adams County NRCO district. HRM contracted a independent consultant to evaluate the potential impact of the operations within the NRCO boundary. The study determined HRM will not cause significant degradation of wildlife.

BOPE for well servicing operations: Adequate blowout prevention equipment will be used on any servicing operations associated with this well. Backup staving valves shall be required on well servicing operations during reverse circulation. Valves will be pressure tested before each well servicing operation using both low-pressure and high-pressure fluid.

Water Sampling: HRM will adhere to COGCC Rule 318.A. HRM will utilize COGCC's criteria and protocol for analysis and submission to the COGCC data system. If there are no available water sources within a ½ mile radius of the proposed oil and gas facility, HRM will test the nearest downgradient water source within a one (1) mile radius prior to construction.

Interim Restoration (Production): Rehabilitation of unneeded, previously disturbed areas will consist of back sloping, and contouring all cut/fill slopes. These areas will be reseeded. The portions of the cleared well site not needed for operational and safety purposes will be recontoured to the original contour if feasible, or if not feasible, to an interim contour that blends with the surrounding topography as much as possible. Sufficient level area will remain for setup of a workover rig and to park equipment. In some cases, rig anchors may need to be pulled and reset after recontouring to allow for maximum interim reclamation.

Final Reclamation

Well site cleared. Within 90 days subsequent to the time of plugging and abandonment of the entire site, superfluous debris and equipment shall be removed from the site.

OIL AND GAS OPERATIONS PLAN - ADMINISTRATIVE USE BY SPECIAL REVIEW

ALMA 1S-66-2524 PAD
 HRM Resources II, LLC. Oil and Gas Facilities
 Located in Part of the SW1/4SE1/4 Of S.25, T.1S., R.66W. of the 6th P.M.,
 County Of Adams, State Of Colorado

COGCC PERMIT NO.:

PROPERTY INFORMATION

OWNER: GARCIA MARIA ALMA
 PROPERTY ADDRESS: 1707 COLE BLVD., SUITE 200
 ADAMS COUNTY PARCEL NO.: 0156925400003
 LAND USE: VACANT
 ZONING: AG

COUNTY ASSESSORS LEGAL:
 SECT.1W1/4RNG.25-1-66 DESC. COM AT SW COR
 SE4 SEC 25 TH N 40 FT TO POB TH CONT N 1210
 FT TH E 1303.2/33 FT TH S 1210 FT TH W 1303.784
 FT TO POB 36/19A

CONTACTS

APPLICANT
 IPT, INC.
 1707 COLE BLVD., SUITE 200
 DENVER, CO 80202
 DEBEK PETRE
 REGULATORY SUPERVISOR
 (720) 420-5748

OPERATOR
 HRM RESOURCES II LLC.
 410 17TH STREET, STE 1100
 DENVER, CO 80202

PROPERTY OWNERS
 GARCIA MARIA ALMA
 5325 QUITMAN STREET
 DENVER, CO 80212-4014

**ADAMS COUNTY
 COMMUNITY AND ECONOMIC
 DEVELOPMENT**
 NORMAN WRIGHT
 4430 S ADAMS COUNTY PKWY
 DENVER, CO 80200A
 BRIGHTON, CO 80601
 (720) 523-6800

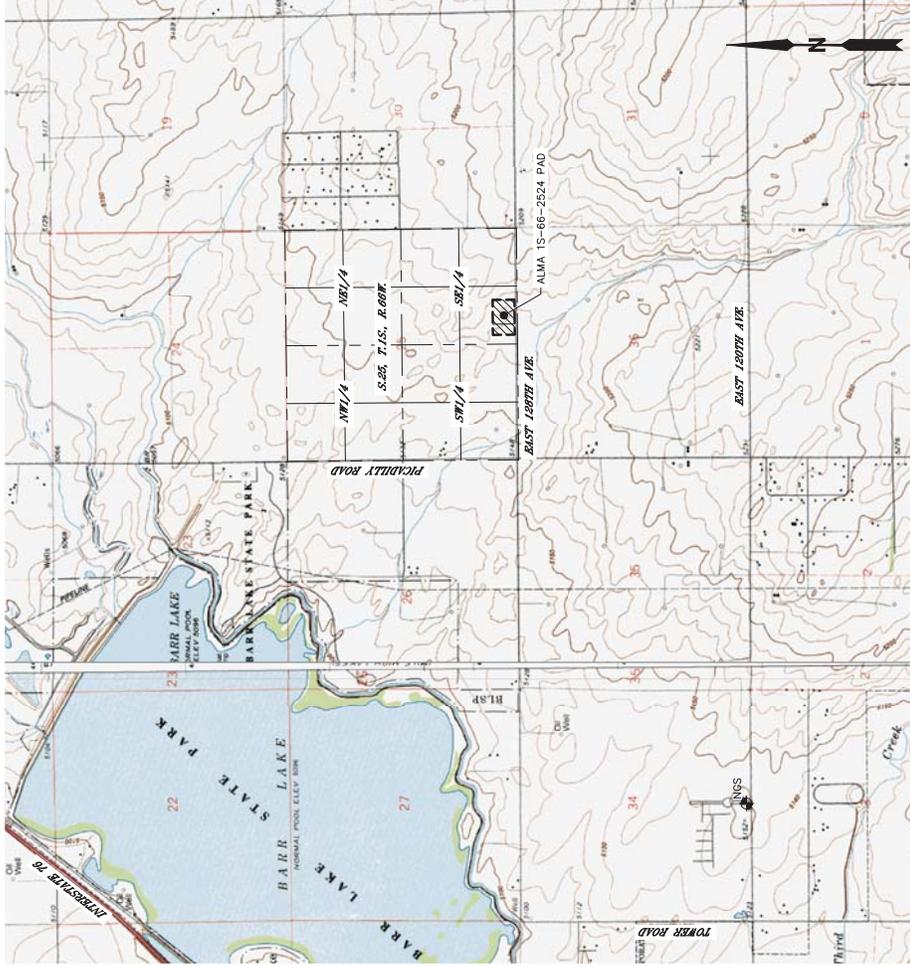
**ADAMS COUNTY
 SHERIFFS DEPARTMENT**
 MICHAEL MONTWASH
 ADAMS COUNTY SHERIFF
 (303) 654-1850 OR 911

**NORTH METRO FIRE
 DISTRICT**
 DAVID RAMOS
 DISTRICT CHIEF
 (303) 452-9910 OR 911

**COLORADO OIL & GAS
 CONSERVATION COMMISSION**
 LAND SURVEYOR
 BRIAN T. BRINKMAN
 LA40° W. 10TH STREET
 GREELEY, CO 80634
 (970) 515-5294

NOTES

- PUBLIC IMPROVEMENTS SHALL CONFORM TO ADAMS COUNTY SPECIFICATIONS AND STANDARDS OF THE COLORADO DEPARTMENT OF TRANSPORTATION STANDARDS SPECIFICATIONS.
- HORIZONTAL AND VERTICAL CONTROL:
 NGS BARR LAKE
 NGS BARR LAKE CAR. SET IN 2" DIA. CONCRETE COLUMN.
 SET FLUSH WITH GROUND.
 LAT: 39°54'53.04980 (N)
 LONG: 104°45'41.79968 (W)
 EL: 5150.28 FEET (NAVD 88)
 PID: AB3299
- THE SIZE, TYPE AND LOCATION OF ALL UNKNOWN UNDERGROUND UTILITIES ARE APPROXIMATE WHEN SHOWN ON THESE DRAWINGS. IT SHALL BE THE RESPONSIBILITY OF THE CONTRACTOR TO VERIFY THE EXISTENCE OF ALL UNDERGROUND UTILITIES IN THE AREA OF THE PROPOSED IMPROVEMENTS. THE CONTRACTOR SHALL BE RESPONSIBLE FOR LOCATING ALL UNDERGROUND UTILITIES AND SHALL BE RESPONSIBLE FOR ALL UNKNOWN UNDERGROUND UTILITIES.



LEGEND

- SECTION LINE
- SECTION LINE FRACTIONAL
- EXISTING CONTOUR
- EXISTING CONTOUR INDEX
- 4700- PROPOSED CONTOUR
- 4700- PROPOSED CONTOUR INDEX
- OHU- OVERHEAD UTILITY
- FENCE
- DITCH
- CONCRETE
- ASPHALT
- GRAVEL/DIRT DRIVEWAY
- BUILDING
- NGS BENCHMARK
- SPROUT
- TELEPHONE PEDESTAL
- ELECTRIC PEDESTAL
- ELECTRIC METER
- POWER POLE
- FIBER OPTIC VAULT
- FIBER OPTIC MANHOLE
- FIBER OPTIC MARKER
- GAS MARKER
- PROPOSED WELL HEAD
- EXISTING PRODUCING WELL HEAD
- PLUGGED & ABANDONED WELL (PER COGCC SCOUT CARD)
- WATER WELL (PER COGCC GIS)

SHEET INDEX

- SHEET 1 - COVER SHEET
- SHEET 2 - IMPACT AREA MAP
- SHEET 3 - IMPACT AREA MAP DETAIL
- SHEET 4 - DRILLING OPERATION PLAN
- SHEET 5 - PRODUCTION PLAN

DATE: 9/26/2016	FILE NAME: 2016052USR25.dwg	DRAWN BY: SLR	CHECKED BY: BTB	SCALE: AS SHOWN	PROJECT #: 2016052
REVISIONS:			COVER SHEET		
DATE:			FOR		
			HRM RESOURCES II LLC		
			410 17TH ST. STE 1100		
			DENVER, COLORADO 80202		
Lat40°, Inc. Professional Land Surveyors 6250 W. 10th Street, Unit 2 Greeley, CO 80634 O: 970-515-5294					
1					
SHEET 1 OF 5					

EXHIBIT 5.2
PROPERTY OWNER MAILING LABELS

ADAMS COUNTY
4430 SOUTH ADAMS COUNTY PKWY
BRIGHTON CO 80601-8204

HUNTER SARA E AND
HUNTER JEFF D
22301 E 128TH AVE
COMMERCE CITY CO 80022-9655

AVILA SILVIA
13325 GUN CLUB RD
COMMERCE CITY CO 80022-9634

MADERA RODRIGO/GUADALUPE AND
MADERA LEOVIGILDA
13295 GUN CLUB ROAD
COMMERCE CITY CO 80022

CITY AND COUNTY OF DENVER
C/O MANAGER OF AVIATION
8500 PENA BLVD
DENVER CO 80249-6340

MARES MICHAEL J AND
MARES BARBARA S
13180 PICADILLY ROAD
COMMERCE CITY CO 80022

COLORADO STATE LAND
5312 W 9TH ST STE 130
GREELEY CO 80634-4438

MATHIS BETTY H
23331 E 128TH AVE
COMMERCE CITY CO 80022-9648

DAVIDSON JOHN R AND
DAVIDSON KAREN L
12990 PICADILLY ROAD
COMMERCE CITY CO 80022

MORGHEM WILE
13135 GUN CLUB RD
DENVER CO 80022-9635

ERIKSON RICHARD A AND
ERIKSON HOLLIE L
13300 PICADILLY ROAD
COMMERCE CITY CO 80022

RAMIREZ KEN AND
RAMIREZ MICHELLE
13080 PICADILLY ROAD
COMMERCE CITY CO 80022

FLEETWOOD BRENT L AND
FLEETWOOD MAUREEN E
6742 GARLAND STREET
ARVADA CO 80004

SWAITHESS LLOYD B AND
SWAITHESS KAREN A
13065 GUN CLUB RD
COMMERCE CITY CO 80022-9635

FRIEND PAMELA AND
FRIEND LORENZ A
13190 PICADILLY RD
COMMERCE CITY CO 80022-9621

SYLVIA DANIEL J AND
SYLVIA NAOMI
13220 PICADILLY RD
COMMERCE CITY CO 80022-9621

GARCIA MARIA ALMA
5325 QUITMAN ST
DENVER CO 80212-4014

VONFELDT STEVE AND REBECCA J
33310 RD 713
BENKELMAN NE 69021

HENRY ARTHUR B AND
HENRY PENELOPE M
PO BOX 1448
EASTLAKE CO 80614-1448