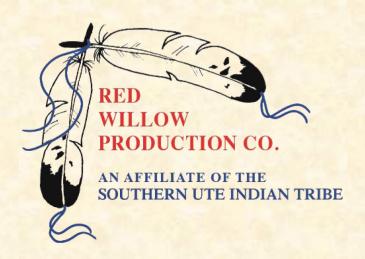
CONTRACTOR EHS EXPECTATIONS

RED WILLOW PRODUCTION COMPANY



Red Willow Prioritizes Worker Safety and Environmental Stewardship

ENVIRONMENTAL, HEALTH AND SAFETY HANDBOOK Index

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Environmental, Health and Safety Policy

Red Willow Production Company's EHS policy is simple: achieve zero accidents for employees and contractors and prevent damage to the environment.

At Red Willow, we strive to maintain a safe and healthy workplace for our employees and contractors by fostering a proactive safety culture and training our employees in safe work practices. We provide technical support to our employees and contractors and train everyone in accountability for their own safety.

Red Willow is a proponent of environmental stewardship. We strive for minimal impacts to air, water, and land during our drilling and operations activities and environmental management programs are in place to reduce air emissions, prevent and respond to releases, protect water resources, work collaboratively with landowners, and minimize wildlife and habitat disturbance.

Red Willow's further commitment to EHS includes:

- Managing and operating our assets in full compliance with applicable environmental, health, and safety laws and State, Federal, and Tribal regulations and internal standards.
- Requiring employees to participate in environmental, health, and safety programs including immediately reporting hazards, accidents or releases in the field; wearing appropriate personal protective equipment; attending required training; and investigating incidents.
- Accountability at the Leadership level for both reducing workplace injuries and illnesses and maintaining compliance with all applicable environmental, health, and safety rules and regulations.

Jason A. Hooten, Executive Vice President, Onshore

General Expectations and Responsibilities

Red Willow expects that contractual work will be performed in a professional manner. The contractor takes full responsibility for quality, quantity and compliance performed by its agents, employees and subcontractors.

The contractor will ensure their employees are trained on applicable EHS topics contained herein and in accordance with applicable laws and regulations. The contractor shall:

- * Stop the work if they feel it is unsafe to personnel or damage to equipment and/or environment could result.
- * Report any EHS related incidents to the company representative.
- * Properly assess hazards of all work to be performed.
- * Restrict contractor employees and vehicles to Company designated gates, access roads, parking areas, work sites and authorized service facilities.
- * A supervisor shall be onsite at all times during working hours.
- * If a Media Representative approaches a contractor, immediately contact the Company Representative. Do not provide any information.
- * If a landowner or regulator approachs a contractor, refer them to the Company Representative.

Safety and Health

General

- * Contractors shall inspect their equipment regularly and maintain it in good condition.
- * No smoking is allowed within 50' of any operational pipeline or process equipment.
- * Horseplay is prohibited.
- * Firearms, ammunition and other weapons are prohibited.

Abrasive Blasting/ High Pressure Blasting

- * Dust created by blasting operations must be controlled.
- * Do not use compressed air to clean the area.
- * Provide training to individuals conducting blasting operations, that includes safety and health hazards, personal hygiene practices, safe work practices, and the proper use of PPE and respirators.

* Proper respirators must be utilized to control the hazards of the blasting operation. SDS will be available and referenced as to necessary PPE required for the specific blasting agent.

Barricades/Fencing

- * When necessary to warn or protect people from falling into holes, openings, excavations, elevated platforms or when work is being performed overhead, a competent person will select and erect appropriate barricades or fencing.
- * The barricade or fencing will be appropriate for the hazard and will comply with sound construction practices as well as regulatory compliance guidelines. Barricades may include ribbon tape, flags, fences, cones, hurdles, or stop logs.

Bloodborne Pathogens

* The contractor will have a bloodborne pathogen plan in place which reduces or eliminates the occupational exposure to bloodborne pathogens.

Chains, Slings, Hooks and Cables

- * All chains, slings and cables shall be inspected prior to use.
- * Defective equipment (chains, cables, slings, hooks, shackles, webbing, rope) will be tagged and taken out of service.
- * All chains, slings and cables will have an identification tag attached showing it's load rating and limitations.

Chemical Storage

* Approved safety cans shall be used to store flammable liquids not to exceed a 5 gallon capacity.

Confined Space

- * Contractor performing confined space entry must have a written Confined Space Program consisting of a permit system, entry permit training, duties of authorized entrants, duties of attendants, duties of entry supervisors, and rescue and emergency services.
- * Contractors entering confined spaces shall:
 - * Have training certification for each employee entering. Provide monitors for combustible and flammable gas, oxygen deficiency, and toxic gas if the work requires entry.

* Have a trained attendant, who performs no duties that might interfere with the primary duty of monitoring and protect the authorized entrants.

Crane Safety

- * Cranes shall only be operated by trained and designated personnel.
- * Rigging equipment shall be inspected before use.
- * Lifting capacities of hoisting equipment must be labeled on the lifting equipment and will not be exceeded.
- * Hand signals to crane and derrick operator shall be those prescribed by ANSI for the type of crane in use.
- * Personnel shall stand clear of the swing radius of the counterweights.

 Barricades may need to be placed to prohibit entry around or near swing radius.
- * All employees shall be kept clear of loads about to be lifted and suspended loads.
- * Taglines/push poles, will be used as appropriate.
- * Cranes shall maintain a 20' distance from overhead power lines.
- * Critical lift plans are required when one of the following is criteria is met: a lift requires the use of two or more cranes.
 - * The load exceeds 75% of the crane's rated capacity.
 - * The lift is over operating systems or occupied structure, pipelines, etc.
 - * Hoisting of contractors' employee on a suspended work platform of man basket.

Drug -Free Workplace

- * The use or possession of alcohol or the manufacture, distribution, sale, purchase, possession, transfer or use of illegal drugs on Company property or work sites is prohibited.
- * Contractors will maintain a drug free work policy including at a minimum pre-employment drug screening and testing after an accident due to reasonable suspicion.

- * A drug and alcohol program is required for commercial drivers and pipeline operators under Federal Motor Carrier Safety Administration.
- * Vehicles and personal belongings on Company premises are subject to search by the Company at any time.

Electrical Safety

- * Only qualified and authorized contractors shall conduct work on electrical equipment.
- * Contractor employees shall not work in proximity to any part of an electrical power circuit that the employee could contact unless the employee is protected from electrical shock by de-energizing the circuit and grounding it of by guarding it effectively by insulation or other means.
- * Precautions must be taken to protect from arc flash including personal protective equipment and established barricades when working on equipment.
- * Equipment must be appropriately grounded and bonded to prevent hazard from static electricity.
- * Visually inspect electrical equipment before use. Remove from service any equipment with frayed cords, missing ground prongs, cracked tool casings, etc.
- * Stay at least 10' from overhead power lines.
- * Post signage to indicate overhead lines.
- * When transporting equipment underneath power lines, a minimum of 4' must be maintained.

Emergency Procedures

- * Contractors may be required to develop a specific Emergency Evacuation Plan for a project.
- * The Company may develop and provide the contractor with an Emergency Response Plan for a specific project, (e.g. drilling).
- * In an emergency, turn off equipment if safe to do so, stop work, evacuate to a designated assembly location, account for all employees, and remain at assembly location until further directed by the Company.

Excavation, Trenching and Shoring

- * Ensure buried utilities and lines are located prior to excavation by calling 811 (One Call) within time limits established by local regulations.
- * A competent person will be available by the contractor on all excavation jobs.
- * Daily inspections will be conducted of excavation by competent person.
- * Spoil piles will be kept at a minimum of 2' from edge of excavation.
- * A ladder or ramp shall be located every 25' of lateral travel in excavations in excess of 4'.
- * Protective systems are required in excavations >5'. Types or protective systems include sloping, shoring or shielding. All protective systems must be installed or engineered to comply with 1926 Subpart P. Protective systems required in excavations less than 5' will be determined by a competent person.
- * Excavations will be barricaded or otherwise protected if left open overnight.

Fall Protection

- * Fall protection is required when working at a height greater than 4'.
- * Employees must be adequately trained in use of fall protection.
- * A post-fall rescue plan must be in place before fall protection is used.
- * A fall protection plan must be in place prior to fall protection being used.

Fire Protection and Prevention

- * Contractors shall comply with any fire restrictions in place by applicable agencies.
- * Flame of spark producing equipment shall not be operated in a restricted area without a Hot Work Permit.
- * Contractors will have an effective fire-fighting program. The program shall provide that fire fighting equipment be immediately available.
- * Combustible and flammable materials must be stored in designated locations and kept away from exposure to heat, spark or fire producing equipment.
- * Smoking and the use of electronic cigarettes are allowed in designated areas only.

First Aid/Medical

- * A suitable place with adequate first aid supplies shall be designated at each job site to render first aid assistance.
- * A detailed emergency plan shall be established to transport those who rescue medical treatment to a doctor or hospital. The plan shall be communicated and where practical be posted.
- * The contractor will have personnel trained in first aid/CPR readily available on site.
- * Eye wash and shower facilities may be required depending on the chemicals on site and work being performed.

Gas Pipe Tie-Ins

- * Plant and Field Tie-ins the controlled fire method is the preferred procedure used for cutting and welding on gas piping. This method assures that an uncontrolled fire or explosion cannot occur because the atmosphere within the pipe is to rich to burn.
- * Plant Tie-ins— where structures, other piping, conduit, combustible materials, etc. are present and could be endangered by fire, the controlled fire method may not be feasible. In such situations, total evacuation or inerting of the piping may be required (double block and bleed). The Company Representative and contractor shall come to agreement as to how such situations will be handled.
- * Only those personnel required for the safe completion of the welding or cutting shall be in the work area.
- * All equipment, vehicles, and persons shall be kept where the wind will blow away from them.

Hazard Communication

- * In the event that contractor's employees will be working around chemicals under the control of Red Willow Production Company, contractors shall provide their employees with SDS information. This information will be provided to the contractor by Red Willow upon request.
- * Prior to commencement of work, contractors and subcontractors shall provide the Company a list of all hazardous chemicals to be used on site.
- * Upon request, the contractor will provide the Company copies of the SDS.
- * All containers will be appropriately labeled according to the Hazard Communication Standard 1910.1200.

Hazardous Energy Control/Lockout Tagout

- * All lockout and tagout work shall be coordinated with the Company prior to commencement of work.
- * Only authorized workers may perform lockout tagout applications.
- * Unapproved removal of lockout/tagout devices is prohibited.
- * Contractors must provide their own lockout/tagout equipment.
- * Lockout and tagout shall address all potential energy sources (e.g.. Pneumatic, hydraulic, electrical, mechanical, etc.).

Hearing Conservation

- * Where sound levels exceed 85 dBA action will be taken to reduce the noise level where practical.
- * Noise levels exceeding 90 dBA require hearing protection be worn.
- * Obey signs on locations stating "Hearing Protection Required".

Hot Work

- * When hot work (welding, cutting, use of non-intrinsically safe devices, drilling and other ignition sources) is performed in hazardous locations a Hot Work Permit is required and shall be in place prior to the commencement of hot work.
- * A fire watch shall be utilized when required by fire restrictions and where a major fire could occur or the following conditions exist:
 - * Appreciable combustible material is located closer than 50' of point of operation.
 - * Appreciable combustibles are more than 50' but are easily ignited by sparks.
- * Adequate firefighting equipment must be present during hot work.

Hydrogen Sulfide

- * All contractors working in facilities or on locations with potential exposure to H2S shall be properly trained.
- * Contractors may be required to present proof of training (e.g. card or certificate of training) prior to being allowed into a facility or onto a location.

Illumination

* Construction areas, ramps, runways, corridors, offices, shops and storage areas shall be lighted to not less than the minimum illumination intensities listed below:

Table B—Minimum illumination Intensities in foot candles

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Foot- Candles	Area or Operation
5	General construction area lighting.
3	General construction areas, concrete placement, excavation and waste areas, access ways, active storage areas, loading platforms, refueling, and field maintenance areas.
5	Indoors: warehouses, corridors, hallways, and exit ways.
5	Tunnels, shafts, and general underground work areas.
10	General construction plant and shops.
30	First aid stations, infirmaries, and offices.

Induced Alternating Current of Pipelines

- * When coated pipelines are constructed under or adjacent to high voltage power lines (100,000 volts or higher) AC voltages of a dangerous magnitude can be inducted along the pipe line. The contractor shall determine the magnitude of electrical voltage (if any) on the pipeline prior to beginning work.
- * Maximum voltages occur when long strings of coated pipe are handled above ground beneath high voltage powerlines. It may be necessary to temporarily ground the pipe to ensure that induced AC voltages are kept below 30 volts (rms). For lower voltages, a grounding rod every 1,000 feet of pipe should adequately ground the line. Periodic test readings shall be taken to determine that the voltage is kept at a safe working level.
- * Buried pipelines can also develop relatively high AC voltages although generally much lower than those imposed upon the aboveground pipe. Where induced AC voltage on a buried pipe line cannot be dissipated by

temporary means, the Company shall assist the contractor in providing a method of reducing the voltage to a safe level using galvanic anodes or other devices.

Ionizing Radiation (X-ray) and Radioactive Material

- * Areas shall conform to guideline set forth by applicable local, state, and federal governing bodies.
- * Job-site activities will be coordinated and conducted in a manner providing the least exposure to all employees.
- * Radiography shall be performed only by personnel certified by the American Society for Non-Destructive Testing and in accordance with Company specifications.
- * Contractor's employees shall not enter the restricted area without permission form the radiographer in charge of the inspection.
- * The radiographer is responsible for the protection and monitoring of every person working with or near x-rays or radioisotopes. This protection and monitoring shall comply with applicable federal, state and local safety and health regulations.
- * The radiographer shall notify the contractor, the Company representative, and all onsite employees immediately if a radioactive source be comes stuck in the carrier line and cannot be returned to the camera shield. Contractors shall ensure that a licensed radiologist controls radioactive devices and that safe distances for personnel are observed while devices are activated.
- * Radiographic inspection must be done in a restricted area.

Job Hazard Assessment (JHA)

* Contractors must conduct a daily JHA which identifies the daily hazards and the equipment, procedures, and/or proper personal protective equipment (PPE) to lower the risk of the job task.

Ladders

- * Ladders must be inspected visually before each use.
- * Ladders with broken or missing rungs or steps, broken or split side rails or with other faulty or defective construction are prohibited and must be removed from service.
- * Ladders shall be adequately secured (tied off) when applicable.
- * Ladders should be held by another person until it can be tied off.

- * Always face the ladder when ascending or descending.
- * Use 3 points of contact at all times. Keep torso within rails.
- * Metal Ladders should not be used around electrical lines.

Articulating Boom Aerial Lifts and Scissor Lifts

- * Only trained employees are allowed operate this equipment.
- * Fall protection is required on aerial lifts.

Painting and Coatings

- * An SDS shall be provided to the Company upon request.
- * Flammable paint should not be used within 50' of an open flame, process equipment, or piping which is hot enough to cause ignition.
- * Adequate ventilation is required when applying paint or other protective coatings inside storage tanks or other confined spaces.

Personal Protective Equipment

- * Basic PPE required when working on a well pad, at a CDP, a compressor location or a drilling/completion location include:
 - * Hard Hat
 - * FRC
 - * Safety Glasses
 - * Steel toed or composite toe boots
- * Other PPE may be required depending upon the task being performed.

Respiratory Protection

- * Whenever contractor employees are exposed to substances at or above the applicable Permissible Exposure Level (PEL) efforts must be made to reduce the exposure levels through engineering controls.
- * If engineering controls are not possible, respiratory protection shall be required.
- * The Contractor shall have a Respirator Protection Program that meets the OSHA requirements.
- * Workers will be trained in how to wear, clean, and limitations of respirators.

Right of Way Roadside Work

- * When working on a highway or roadway, the contractor may be required to develop a written Traffic Control Plan.
- * Flaggers may be required and must be certified.
- * High visibility vests must be worn as required by applicable regulations.

Safety Permits

* Certain work assignments may require safety permits, such as Confined Space, Hot Work, or Excavation Permits.

Scaffolding

- * Contractors must provide a competent person for the erection of scaffolding and periodic inspection.
- * The scaffold's working platform must be completely planked, equipped with a handrail, mid-rail and toe boards.
- * Where a full handrail system is not practical, each employee shall be provided a full fall arrest system attached to independently secured and tested lifelines.

Stop Work

* The Company and/or its Representative as well as contractors have an obligation to ensure the workplace is safe. In the event that an unsafe situation arises, the contractor and the Company Representative each have the responsibility to take the Stop Work Action.

Tools

* Hand Tools

- * Contractors shall be responsible for the safe condition of all tools and equipment used by employees, including tools and equipment furnished by employees.
- * Hand tools shall only be used for their intended use. Cheater bars shall not be used.
- * Damaged tools, broken handles, mushroomed striking surfaces, bent or broken tools, shall be taken out of service and repaired or replaced.

* Power Tools

- * Employees must be trained to operate power tools.
- * Portable electric equipment and tools must be grounded unless You have an obligation to stop work if it's unsafe

they are of the "double insulated" type and all circuits shall be protected by a GFI system.

- * Electric tools must be disconnected prior to adjusting the tool.
- * The use of non–explosion proof power tools (tools not approved for use in hazardous locations) shall be considered Hot Work in all restricted areas, and shall require a Hot Work Permit.

Vehicles—Heavy Equipment

- * All equipment left unattended at night in unsecured areas shall have lights or reflectors or barricades to identify location of equipment.
- * The parking brake will be set when parked.
- * Chock wheels and set parking brake when parking equipment on an incline.
- * Avoid backing when possible.
- * Use a spotter when required to back.
- * Wear seatbelts when moving the vehicle/heavy equipment if equipped.
- * Travel only on approved roadways or right of ways and park in designated areas.

Welding, Cutting and Heating

- * Hot Work Permits are required in restricted or classified areas.
- * Welders shall be tested and qualified as specified by Company Representative.
- * Nonstructural installations such as fences, field pipe guards and signage may have welding performed by non-qualified welders.
- * Proper precautions (isolating welding an cutting, removing fire hazards from the vicinity, providing a fire watch, etc.) for fire prevention shall be utilized in areas where welding or other hot work is being done.
- * Stage I,II and III Fire Restrictions must be adhered to.

Environmental Expectations

All operations are expected to be conducted in an environmentally conscientious manner and in full compliance with existing environmental laws, rules and regulations. Specifically, the practices detailed below are to be followed at all Red Willow locations:

- * Maintain good housekeeping at all times.
- * Report spills and maintain secondary containments.

- * Do not "borrow" material from drainage banks or a location for use as fill at a road crossing or for culvert installation.
- * Do not place fill in drainages, wetlands or ponds without approval from the EHS Department.
- * Remove waste materials from site.
- * No burning of trash.
- * Notify Red Willow EHS Department of any hazardous waste generating activities.
- * Portable toilets must be used.
- * Protect cultural resources.
- * Be a "Good Neighbor" and keep gates close unless they were found open.
- * Cover, fence or provide 45 degree escape ramps for all excavation for wildlife

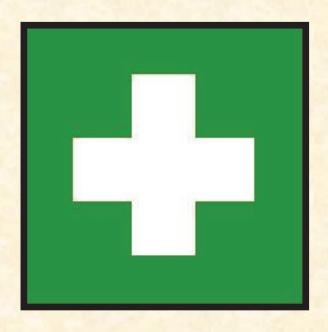
Red Willow Emergency Contacts

Red Willow Main Line 970-563-5100

24-7 Emergency Management

- * O'Brien's Response Management 713-470-1126
- * Southern Ute Police Department 970-563-4401

EVERYDAY AT ALL RED WILLOW OPERATIONS OUR MOTTO IS "SAFETY FIRST AND ENVIRONMENT A CLOSE SECOND"!



SAFETY FIRST