



MAR 19 2012

Gerardo C. Rios, Chief
Permits Office (AIR-3)
U.S. EPA - Region IX
75 Hawthorne St
San Francisco, CA 94105

**Re: Notice of Final Action - Minor Title V Permit Modification
District Facility # S-1547
Project # S-1104789**

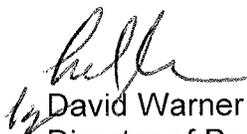
Dear Mr. Rios:

The Air Pollution Control Officer has modified the Title V permit for Aera Energy, LLC. by incorporating Authorities to Construct S-1547-174-11 and '-174-12. Aera Energy deleted references to various vessels and storage tanks, permit conditions were updated to reflect the current requirements of District Rule 4401, replaced two existing sulfur treatment vessels, and restricted vapors processed by the sulfur treatment system to less than 10% VOC content by weight.

Enclosed is the modified Title V permit. The application and proposal were sent to US EPA Region IX on November 23, 2010. No comments were received following the District's preliminary decision on this project.

Thank you for your cooperation in this matter. If you have any questions, please contact Mr. Leonard Scandura, Permit Services Manager, at (661) 392-5500.

Sincerely,



David Warner
Director of Permit Services

DW:sdd

Enclosures

Seyed Sadredin
Executive Director/Air Pollution Control Officer

Northern Region
4800 Enterprise Way
Modesto, CA 95356-8718
Tel: (209) 557-6400 FAX: (209) 557-6475

Central Region (Main Office)
1990 E. Gettysburg Avenue
Fresno, CA 93726-0244
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Southern Region
34946 Flyover Court
Bakersfield, CA 93308-9725
Tel: 661-392-5500 FAX: 661-392-5585



MAR 19 2012

Brent Winn
Aera Energy, LLC.
PO Box 11164
Bakersfield, CA 93389

**Re: Notice of Final Action - Minor Title V Permit Modification
District Facility # S-1547
Project # S-1104789**

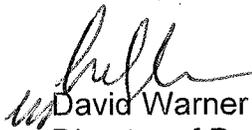
Dear Mr. Winn:

The Air Pollution Control Officer has modified the Title V permit for Aera Energy, LLC. by incorporating Authorities to Construct S-1547-174-11 and '-174-12. Aera Energy deleted references to various vessels and storage tanks, permit conditions were updated to reflect the current requirements of District Rule 4401, replaced two existing sulfur treatment vessels, and restricted vapors processed by the sulfur treatment system to less than 10% VOC content by weight.

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San Joaquin Valley Air Pollution Control District

PERMIT UNIT: S-1547-714-13

EXPIRATION DATE: 05/31/2016

SECTION: 19 **TOWNSHIP:** 26S **RANGE:** 21E

EQUIPMENT DESCRIPTION:

TEOR OPERATION WITH UP TO 545 STEAM ENHANCED WELLS SERVED BY WELL VENT VAPOR CONTROL SYSTEM AND SULFUR REMOVAL SYSTEM - LOST HILLS OIL FIELD (SEC. 12&13, T26S, R20E AND SEC. 18&19, T26S, R21E)

PERMIT UNIT REQUIREMENTS

1. Operation shall include fin fan heat exchangers and their associated components. [District NSR Rule] Federally Enforceable Through Title V Permit
2. The VOC content of the gas going through the fin fan heat exchangers, sulfur treatment systems, and associated components shall not exceed 10% by weight. [District NSR Rule] Federally Enforceable Through Title V Permit
3. Operator shall conduct quarterly gas sampling for gas going through the fin fan heat exchangers, sulfur treatment vessels, and their associated components to qualify for exemption from fugitive component counts for components handling fluids with VOC content equal to or less than 10% by weight. Quarterly samplings shall be reduced to annual samplings if gas samples contain VOC content equal to or less than 10% by weight for eight (8) consecutive quarterly samplings. [District NSR Rule] Federally Enforceable Through Title V Permit
4. VOC content of gas going through the fin fan heat exchanger, sulfur treatment vessels, and its associated components shall be determined by ASTM D1945, EPA Method 18 referenced as methane, or equivalent test method with prior District approval. [District NSR Rule] Federally Enforceable Through Title V Permit
5. Permittee shall maintain a record of the VOC content test results for the gas going through the fin fan heat exchanger, the sulfur treatment vessels, and its associated components for a period of five years and make such records available for inspection upon request. [District NSR Rule] Federally Enforceable Through Title V Permit
6. Operation shall include vapor collection piping network serving District approved tanks at Lost Hills oil treatment plants. [District NSR Rule] Federally Enforceable Through Title V Permit
7. Operation shall include vapor collection piping network serving District approved oil/water separation systems at Lost Hills oil treatment plants. [District NSR Rule] Federally Enforceable Through Title V Permit
8. Operation shall include miscellaneous liquid knockout vessels (separators), heat exchangers, and vapor compressors. [District NSR Rule] Federally Enforceable Through Title V Permit
9. Operation shall include vapor collection piping line interconnections and non-condensable casing gas piping to sulfur scrubbing systems. [District NSR Rule] Federally Enforceable Through Title V Permit
10. Operation shall include at least one and no more than two sulfur scrubbing systems, each consisting of casing gas coolers and pumps, concurrent contactor vessels and separators, and chemical storage tanks. [District NSR Rule] Federally Enforceable Through Title V Permit
11. Sulfur scrubbing system shall use District approved scrubbing agents, including but not limited to Exxon Sulfa Check, DOW Sulferox, WESCHEM Sulfarid, SulfaScrub, SulfaTreat, Caustic-based sulfur scrubbing systems, and Betz DX-1026 Formulations. Prior District approval shall be obtained for using alternative sulfur scrubbing agents not listed. . [District NSR Rule] Federally Enforceable Through Title V Permit

PERMIT UNIT REQUIREMENTS CONTINUE ON NEXT PAGE
These terms and conditions are part of the Facility-wide Permit to Operate.

12. Scrubber regenerator vessel (if applicable) and sulfur bin ventilation (if applicable) shall, at each sulfur recovery unit, be vented to one or more of the District approved steam generators connected to desulfurized casing gas piping network. [District NSR Rule] Federally Enforceable Through Title V Permit
13. Permittee shall maintain with the permit a listing (updated annually within 60 days of permit anniversary) of all steam-enhanced wells connected to the casing vent control system and such listing shall be made available for District inspection upon request. [District NSR Rule] Federally Enforceable Through Title V Permit
14. Permittee shall maintain an updated listings (updated annually within 60 days of permit anniversary) of vapor control system equipment and permitted emissions units connected to this vapor control system and such listings shall be made readily available for District inspection upon request. [District NSR Rule] Federally Enforceable Through Title V Permit
15. Non-condensable gas from the vapor control system shall be scrubbed by sulfur scrubbing systems prior to incineration in steam generators S-1547-787 to -796, -825, and -830, or other District approved steam generators for TEOR gas incineration. [District NSR Rule] Federally Enforceable Through Title V Permit
16. Wells producing to vapor-controlled tanks can be operated with the casing vents closed. [District NSR Rule] Federally Enforceable Through Title V Permit
17. All produced fluids from any well served by vapor collection system which has had its casing vent closed shall be handled only in closed production equipment served by a 99% efficient vapor control system. [District NSR Rule] Federally Enforceable Through Title V Permit
18. Water/VOCs condensate from all liquid knockout drums shall be pumped to production manifold, recycled to production wells for disposal, or pumped to vapor controlled storage tanks. [District NSR Rule] Federally Enforceable Through Title V Permit
19. Sulfur scrubbing systems shall be maintained to achieve, on average monthly basis, at least 90% control efficiency of all H₂S entering the systems. [District NSR Rule] Federally Enforceable Through Title V Permit
20. Particulate matter (PM₁₀) emissions from TEOR gas incineration shall not exceed 17.1 lb/day (shared with all District approved steam generators). [District NSR Rule] Federally Enforceable Through Title V Permit
21. Emissions of Volatile Organic Compounds (VOC) shall not exceed 1,198.3 lb/day. [District NSR Rule] Federally Enforceable Through Title V Permit
22. Permittee shall maintain with the permit accurate fugitive component counts and resulting emissions calculated using USEPA's 1995 Protocol for Equipment Leak Emission Estimates (EPA-453/R-95-017), or other District approved factors. [District NSR Rule] Federally Enforceable Through Title V Permit
23. Permittee shall maintain accurate daily records of gas sulfur content of non-condensable gas entering and leaving sulfur scrubbing systems to verify removal efficiency. [District NSR Rule] Federally Enforceable Through Title V Permit
24. A leak is defined as the dripping of VOC-containing liquid or the detection of a concentration of total organic compound, above background, determined according to the test method specified in Section 6.3.3 that exceeds the values specified in Table 1, Section 3.20.2.1 and Section 3.20.2.2 of this rule. Any liquid or gas coming from a component undergoing repair or replacement, or during sampling of process fluid from a component into a container is not considered a leak provided such activities are done as expeditiously as possible and with minimal spillage of material and VOC emissions to the atmosphere. [District Rule 4401, 3.20.2] Federally Enforceable Through Title V Permit
25. The crude oil production from wells associated with this permit unit shall not lie within 1,000 feet of an air injection well used for in-situ combustion. [District Rule 4407, 2.0, 3.4, and 3.5] Federally Enforceable Through Title V Permit
26. During the time any steam-enhanced crude oil production well is undergoing service or repair while the well is not producing, it shall be exempt from the emission control requirements of District Rule 4401, 5.0 (Amended December 14, 2006). [District Rule 4401, 4.1] Federally Enforceable Through Title V Permit

PERMIT UNIT REQUIREMENTS CONTINUE ON NEXT PAGE
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27. All required source testing shall conform to the compliance testing procedures described in District Rule 1081 (as amended December 16, 1993). [District Rule 1081 and County Rules 108 (Kings), 108.1 (Fresno, Merced, San Joaquin, Tulare, Kern, and Stanislaus), and 110 (Madera)] Federally Enforceable Through Title V Permit
28. The inspection and re-inspection requirements set forth in Sections 5.8.1 through 5.8.5 of Rule 4401 shall not apply to components exclusively handling gas/vapor or liquid with a VOC content of 10% by weight or less. [District Rule 4401, 4.9] Federally Enforceable Through Title V Permit
29. Steam-enhanced crude oil production well vents shall be closed, except when temporarily opened during periods of attended service or repair of the well provided such activity is done as expeditiously as possible with minimal spillage of material and VOC emissions to the atmosphere, and the front line production equipment downstream of the wells that carry produced fluids be connected to a VOC collection and control system. Alternatively, steam-enhanced crude oil production well vents shall be open and the well vents connected to a VOC collection and control system. [District Rule 4401, 5.5.1] Federally Enforceable Through Title V Permit
30. The operator shall be in violation of Rule 4401 if any District inspection or operator inspection, conducted as a requirement of this rule, finds an open-ended line or a valve located at the end of the line that is not sealed with a blind flange, plug, cap, or a second closed valve that is not closed at all times, except during attended operations requiring process fluid flow through the open-ended lines. [District Rule 4401, 5.6.2.1] Federally Enforceable Through Title V Permit
31. The operator shall be in violation of Rule 4401 if any District inspection or operator inspection, conducted as a requirement of this rule, finds a component with a major liquid leak or gas leak greater than 50,000 ppmv. [District Rule 4401, 5.6.2.2 and 5.6.2.3] Federally Enforceable Through Title V Permit
32. The operator shall be in violation of Rule 4401 if any District inspection or operator inspection, conducted as a requirement of this rule, discovers minor liquid leaks, minor gas leaks, or gas leaks greater than 10,000 ppmv up to 50,000 ppmv more than the following: 3 leaks for 1 - 25 wells, 6 leaks for 26 - 50 wells, 8 leaks for 51 - 100 wells, 10 leaks for 101 - 250 wells, 15 leaks for 251 - 500 wells, and 1 leak for each 20 wells (with a minimum of 50 wells test) for more than 500 wells connected to a VOC collection and control system. [District Rule 4401, 5.6.2.4] Federally Enforceable Through Title V Permit
33. Components that have been found leaking in excess of the applicable leak standards of this rule may be used provided such leaking components have been identified with a tag for repair, are repaired, or are awaiting re-inspection after being repaired, within the applicable time period specified in this permit. [District Rule 4401, 5.7.1] Federally Enforceable Through Title V Permit
34. Except for pipes and unsafe-to-monitor components, all other components shall be inspected pursuant to the requirements of section 6.3.3 at least once every year. [District Rule 4401, 5.8.1] Federally Enforceable Through Title V Permit
35. All pipes shall be visually inspected at least once every year. Any visual inspection of pipes that indicates a leak that cannot be immediately repaired to meet the leak standards of this rule shall be inspected within 24 hours after detecting the leak. If a leak is found, the leak shall be repaired as soon as practicable but not later than as allowed by Rule 4401 and specified in this permit. [District Rule 4401, 5.8.2] Federally Enforceable Through Title V Permit
36. The operator shall audio-visually (by hearing and by sight) inspect for leaks all accessible operating pumps, compressors, and PRDs in service at least once each calendar week. [District Rule 4401, 5.8.3.1] Federally Enforceable Through Title V Permit
37. Any audio-visual inspection of an accessible operating pump, compressor, and PRD performed by an operator that indicates a leak that cannot be immediately repaired to meet the leak standards of this rule shall be inspected not later than 24 hours after conducting the audio-visual inspection. If a leak is found, the leak shall be repaired as soon as practicable but not later than as allowed by Rule 4401 and specified in this permit. [District Rule 4401, 5.8.3.2] Federally Enforceable Through Title V Permit

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38. The operator shall inspect all new, replaced, or repaired fittings, flanges, and threaded connections within 72 hours of placing the component in service. The operator shall inspect a component, other than PRDs, that has been repaired or replaced not later than 15 calendar days after the component was repaired or replaced. The operator shall inspect all unsafe-to-monitor components during each turnaround. [District Rule 4401, 5.8.4.2, 5.8.4.3, 5.8.5] Federally Enforceable Through Title V Permit
39. A District inspection in no way fulfills any of the mandatory inspection requirements that are placed upon operators and cannot be used or counted as an inspection required of an operator. [District Rule 4401, 5.8.6] Federally Enforceable Through Title V Permit
40. The operator, upon detection of a leaking component, shall affix to that component a weatherproof, readily visible tag, bearing the date and time when the leak was detected and the date and time of the leak measurement. For gaseous leaks, the tag shall indicate the leak concentration in ppmv. For liquid leaks, the tag shall indicate whether it is a major liquid leak or a minor liquid leak. The tag shall indicate, when applicable, whether the component is an essential component, an unsafe-to-monitor component, or a critical component. The tag shall remain in place until the leaking component is repaired or replaced and reinspected and found to be in compliance with the requirements of this rule. [District Rule 4401, 5.9.1,5.9.2] Federally Enforceable Through Title V Permit
41. The operator shall minimize all component leaks immediately, to the extent possible, but not later than one hour after detection of the leak in order to stop or reduce leakage to the atmosphere. Except for leaking critical components or leaking essential components, if the leak has been minimized but the leak still exceeds the applicable leak standards specified in this permit, the operator shall do one of the following within the timeframes specified within this permit: 1) repair or replace the leaking component; 2) vent the leaking component to a closed vent system; 3) or remove the leaking component from operation. A closed vent system is a District approved system that is not open to the atmosphere. It is composed of hard-piping, ductwork connections and, if necessary, flow inducing devices that transport gas or vapor from a piece or pieces of equipment to a District approved control device that has a overall VOC collection and destruction or removal efficiency of at least 95%, or that transports gases or vapors back to a process system. [District Rule 4401, 5.9.3, 5.9.4] Federally Enforceable Through Title V Permit
42. The operator shall repair minor gas leaks within 14 days, major gas leaks which less than or equal to 50,000 ppmv within 5 days., major gas leaks which are greater than 50,000 ppmv within two days, minor liquid leaks within 3 days, and major liquid leaks within 2 days. The leak rate measured after leak minimization has been performed shall be the leak rate used to determine the applicable repair period. The start of the repair period shall be the time of the initial leak detection. [District Rule 4401, 5.9.4, 5.9.5, and 5.9.6] Federally Enforceable Through Title V Permit
43. If a leaking component is an essential component or a critical component which cannot be shut down immediately for repairs, and after being minimized still exceeds the applicable leak standard, the operator shall repair or replace the component to eliminate the leak during the next process unit turnaround or no later than one year from the date of original leak detection, which ever is earlier. [District Rule 4401, 5.9.7] Federally Enforceable Through Title V Permit
44. The operator of any steam-enhanced crude oil production well shall maintain records of the date and well identification where steam injection or well stimulation occurs. [District Rule 4401, 6.1.1] Federally Enforceable Through Title V Permit
45. An operator of any steam-enhanced crude oil production well shall keep source test records which demonstrate compliance with the control efficiency requirements of the VOC collection and control system. [District Rule 4401, 6.1.3] Federally Enforceable Through Title V Permit

PERMIT UNIT REQUIREMENTS CONTINUE ON NEXT PAGE
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46. The operator shall maintain an inspection log that has been signed and dated by the facility operator responsible for the inspection, certifying the accuracy of the information recorded in the log. The inspection log shall contain, at a minimum, all of the following information: 1) The total number of components inspected, and the total number and percentage of leaking components found by component types; 2) The location, type, name or description of each leaking component and the description of any unit where the leaking component is found; 3) Date of the leak detection and method of the leak detection; 4) For gaseous leaks, record the leak concentration in ppmv, and for liquid leaks record whether the leak is a major liquid leak or a minor liquid leak; 5) The date of repair, replacement, or removal from operation of the leaking component(s); 6) The identification and location of essential components and critical components found leaking that cannot be repaired until the next process unit turnaround or not later than one year after leak detection, whichever comes first; 7) The method(s) used to minimize the leak from essential components and critical components found leaking that cannot be repaired until the next process unit turnaround or not later than one year after leak detection, whichever comes earlier; 8) The date of re-inspection and the leak concentration in ppmv after the component is repaired or is replaced; 9) The inspector's name, business mailing address, and business telephone number. [District Rule 4401, 6.4] Federally Enforceable Through Title V Permit
47. Records shall be maintained of each calibration of the portable hydrocarbon detection instrument utilized for inspecting components. The records shall include a copy of the current calibration gas certification from the vendor of the calibration gas cylinder, the date of calibration, the concentration of calibration gas, the instrument reading of calibration gas before adjustment, the instrument reading of calibration gas after adjustment, the calibration gas expiration date, and the calibration gas cylinder pressure at the time of calibration. [District Rule 4401, 6.1.6] Federally Enforceable Through Title V Permit
48. The operator shall maintain a copies of training records and of the latest APCO-approved Operator Management Plan (OMP) at the facility and make such available to the APCO, ARB, and US EPA upon request. [District Rule 4401, 6.1.7, 6.1.8] Federally Enforceable Through Title V Permit
49. Except as set forth elsewhere in this permit, the operator shall source test annually all vapor collection and control systems used to control emissions from steam-enhanced crude oil production well vents to determine the control efficiency of the device(s) used for destruction or removal of VOC. Compliance testing shall be performed annually by source testers certified by ARB. Testing shall be performed during June, July, August, or September of each year if the system's control efficiency is dependent upon ambient air temperature. [District Rule 4401, 6.2.1] Federally Enforceable Through Title V Permit
50. If approved by EPA, ARB, and the APCO, an operator need not comply with the annual control efficiency testing requirement if all uncondensed VOC emissions collected by the vapor collection and control system are incinerated in fuel burning equipment, an internal combustion engine or in a smokeless flare, or if the vapor collection and control does not have a VOC destruction device. [District Rule 4401, 6.2.2, 6.2.3] Federally Enforceable Through Title V Permit
51. An operator seeking approval of a waiver of the annual control efficiency testing requirement shall submit a written request and supporting information to the APCO. The District shall evaluate the request and if approved by the APCO, the District shall provide EPA and ARB with a copy of the evaluation and shall request EPA and ARB approval. The District evaluation and the APCO request shall be deemed approved unless EPA or ARB objects to such approval in writing within 45 days of the receipt of the APCO request. [District Rule 4401, 6.2.4] Federally Enforceable Through Title V Permit
52. The control efficiency of any VOC control device, measured and calculated as carbon, shall be determined by EPA Method 25, except when the outlet concentration must be below 50 ppm in order to meet the standard, in which case EPA Method 25a may be used. EPA Method 18 may be used in lieu of EPA Method 25 or EPA Method 25a provided the identity and approximate concentrations of the analytes/compounds in the sample gas stream are known before analysis with the gas chromatograph and the gas chromatograph is calibrated for each of those known analyte/compound to ensure that the VOC concentrations are neither under- or over-reported. [District Rule 4401, 6.3.1] Federally Enforceable Through Title V Permit
53. VOC content shall be determined using the latest revision of ASTM Method E168, E169, or E260 as applicable. Halogenated exempt compounds shall be determined by CARB Method 432. [District Rule 4401, 6.3.2] Federally Enforceable Through Title V Permit

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54. Leak inspection, other than audio-visual, and measurements of gaseous leak concentrations shall be conducted according to EPA Method 21 using an appropriate portable hydrocarbon detection instrument calibrated with methane. The instrument shall be calibrated in accordance with the procedures specified in EPA Method 21 or the manufacturer's instruction, as appropriate, not more than 30 days prior to its use. The operator shall record the calibration date of the instrument. Where safety is a concern, such as measuring leaks from compressor seals or pump seals when the shaft is rotating, a person shall measure leaks by placing the instrument probe inlet at a distance of one (1) centimeter or less from the surface of the component interface. [District Rule 4401, 6.3.3] Federally Enforceable Through Title V Permit
55. The operator shall maintain an APCO approved Operator Management Plan (OMP). The OMP shall include, at a minimum, a description of all wells and all associated VOC collection and control systems subject to this rule, and all wells and all associated VOC collection and control systems that are exempt; an identification and description of any known hazard that might affect the safety of an inspector; except for pipes, the number of components that are subject to this rule by component type; except for pipes, the number and types of major components, inaccessible components, unsafe-to-monitor components, critical components, and essential components that are subject to this rule and the reason(s) for such designation; except for pipes, the location of components subject to the rule (components may be grouped together functionally by process unit or facility description); except for pipes, components exempt pursuant to Section 4.8 (except for components buried below ground) may be described in the OMP by grouping them functionally by process unit or facility description (the results of any laboratory testing or other pertinent information to demonstrate compliance with the applicable exemption criteria for components for which an exemption is being claimed pursuant to Sections 4.8 shall be submitted with the OMP); a detailed schedule of an operator's inspections of components to be conducted as required by this rule and whether the operator inspections of components required by this rule will be performed by a qualified contractor or by an in-house team; a description of the training standards for personnel that inspect and repair components; and a description of the leak detection training for conducting the test method specified in Section 6.3.3 for new operators, and for experienced operators, as necessary. [District Rule 4401, 6.6] Federally Enforceable Through Title V Permit
56. By January 30th of each year the operator shall submit to the District for approval, in writing, an annual report indicating any changes to the existing OMP on file at the District. [District Rule 4401, 6.7] Federally Enforceable Through Title V Permit
57. Compliance with permit conditions in the Title V permit shall be deemed compliance with the following requirements: County Rules 108 (Kings), 108.1 (Fresno, Merced, San Joaquin, Tulare, Kern, and Stanislaus), and 110 (Madera). A permit shield is granted from these requirements. [District Rule 2520, 13.2] Federally Enforceable Through Title V Permit
58. Compliance with permit conditions in the Title V permit shall be deemed compliance with SJVUAPCD Rule 4401 (Amended January 15, 1998), formerly District Rule 465.1, excluding sections 5.1 and 5.2 for control systems which have been waived from complying with the requirement of section 6.2.1. A permit shield is granted from these requirements. [District Rule 2520, 13.2] Federally Enforceable Through Title V Permit
59. The requirements of SJVUAPCD Rule 4407 (Adopted May 19, 1994) do not apply to this permit unit. A permit shield is granted from this requirement. [District Rule 2520, 13.2] Federally Enforceable Through Title V Permit
60. Note: Formerly S-1511-22

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