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May 13, 2020

Ms. Erica Durr, Clerk of the Board
U.S. Environmental Protection Agency
Environmental Appeals Board
WJC East Building
1201 Constitution Avenue, NW
U.S. EPA East Building, Room 3332
Washington, D.C. 20004

via Environmental Appeals Board eFiling

RE: Petition for Review of Permit V-UO-000005-2018.00
Wonsits Valley Compressor Station
Uintah County, Utah

Dear Ms. Durr:

Pursuant to section 307(b)(1) of the federal Clean Air Act, 42 U.S.C. §7607(b)(1), MPLX, on behalf of Andeavor Field Services LLC (Andeavor), hereby submits to the Environmental Appeals Board (EAB) this Petition for Review of the final action entitled "Final Part 71 Operating Permit, Permit V-UO-000005-2018.00, MPLX, Wonsits Valley Compressor Station" issued by U.S. Environmental Protection Agency, Region 8, on April 13, 2020, for the Wonsits Valley Compressor Station. For reference, Permit V-UO-000005-2018.00 is attached. MPLX is the operator of the Wonsits Valley Compressor Station located on the Uintah & Ouray Indian Reservation in Uintah County, Utah. This petition is being filed timely with the Environmental Appeals Board within 30 days of permit issuance.

Attached to this petition is the required Certificate of Service. In addition to the EAB, this petition was served to Mr. Gregory Sopkin, EPA Region 8 Regional Administrator, on May 13, 2020 (via email to Sopkin.gregory@Epa.gov).

As stated in the final permit decision, "any person who commented on the specific terms and conditions of the proposed permit may petition the Environmental Appeals Board to review any term or condition of the permit." MPLX provided public comment to EPA on the draft permit by letter dated January 13, 2020, and is therefore a party to the permitting process.

The following is a list and description of items for which MPLX is requesting review by the EAB.

1. **Permit Condition III.A.** This condition states:

> 40 CFR part 63, subpart HH applies to the 100 MMscfd TEG dehydrator identified as D-1, and control devices FL-1 and C-2 in Table 2 of this permit.

In the renewed permit issued on April 13, 2020, EPA inappropriately added Unit C-2 to this permit condition; Unit C-2 was not included in the Subpart HH requirements in the original Title V Permit V-UO-000005-2000.00 (issued September 10, 2013; attached for reference). The backup combustor, Unit C-2 in Section III, is not a 40 CFR 63, Subpart HH, control device and it was neither deemed as such in the original permit nor is it described so in the Consent Decree (Case No. 2:08-CV-00167-TS-PMV) issued as a precedent to the original permit. The flare, Unit FL-1, is the only Subpart HH control device; a backup control device is not required by Subpart HH. EPA established Unit FL-1 as the sole Subpart HH control device in the Consent Decree and original permit. If EPA had intended Unit C-2 to be a Subpart HH control device, it would have been so stated in the Consent Decree, which was approved by EPA and the DOJ, and in the original permit.

In response to MPLX's comment on the draft permit requesting to delete Unit C-2 as a Subpart HH control device in permit Condition III, EPA wrote the following in the Response to Comments (RTC) on April 13, 2020:

> The EPA does not agree with the commenter's assertion regarding emissions unit C-2. Wonsits Valley operates a dehydration unit (emissions unit D-1) at a major source subject to the large glycol dehydrator requirements of 40 CFR part 63, subpart HH (MACT HH). For each large glycol dehydration process vent, the Permittee must control air emissions according to the standards of § 63.765(b)(1)(i) or (ii), which require process vents to be connected to a control device or combination of control devices though a closed-vent system. Wonsits Valley utilizes two control devices (emissions units FL-1 and C-2) for the process vents associated with D-1. FL-1 and C-2 do not control emissions from any other emissions unit at the facility, but do allow D-1 to operate with fewer interruptions and less downtime than if there were only one control device. MACT HH does not provide any exemptions for "backup" combustors. It does provide for "a combination of control devices," but all of those devices are explicitly subject to MACT requirements 40 CFR § 63.765(b)(1)(i), (ii). The term "backup" does not allow the operations at a facility to avoid applicable federal regulations. If C-2 were not subject to the requirements of MACT HH, then D-1 would not be allowed to operate if FL-1 was nonoperational. Otherwise, the source would be in violation of MACT HH, because C-2 would essentially not be allowed as a control device and thus D-1 would be considered to be venting to the atmosphere for the purposes of calculating potential to emit (PTE).
>
> Further, as stipulated in the consent decree entered in Case No. 2:08-CV-00167-TS-PMV in the U.S. District Court, District of Utah (Consent Decree) Paragraph 15 and 17, both the Flare (FL-1) and Control Device (C-2) are subject to Subpart HH. The Consent Decree also stipulates in Paragraph 17.b. that "Nothing in this Paragraph shall affect [MPLX's] obligation to meet applicable requirements of 40 C.F.R. Part 63." The term "back-up" Combustor as listed in the Consent Decree does not exclude C-2 from complying with Subpart HH.

EPA entirely mischaracterizes statements in the Consent Decree regarding the backup combustor. EPA claims in the RTC that in "Paragraph 15 and 17, both the Flare (FL-1) and Control Device (C-2) are subject to Subpart HH." Consent Decree Paragraph 15, cited below, does not even mention the combustor; it refers solely to use of the flare for Subpart HH compliance:

> 15. The dehydrators located at the Wonsits Valley and Island Facilities are subject to "major source" standards under 40 C.F.R. Part 63, Subpart HH – NESHAPs for oil and natural gas facilities (hereinafter "Subpart HH"). To comply with the control device requirements of Subpart HH, Defendant shall install and operate, within 60 days of the Effective Date of this Consent Decree, flares connected to the existing dehydrators at the Wonsits Valley and Island Facilities pursuant to the requirements of 40 C.F.R. § 63.765(b)(1)(i). Pursuant to 40 C.F.R. § 63.771(d)(1)(iii), the flares shall be designed and operated in accordance with the requirements of 40 C.F.R. § 63.11(b). The initial notification requirements of 40 C.F.R. § 63.9(b)(4) shall be deemed satisfied on the Effective Date of this Consent Decree.

Consent Decree Paragraph 17.b is the permit-only (i.e., non-Subpart HH) requirement regarding simultaneous downtime of both the flare and backup combustor, and it states:

> 17. The flares installed pursuant to Paragraph 15 shall achieve a 95% by weight or greater reduction of VOC emissions from the dehydrator process vent stream at all times except as provided in Paragraph 17(b).
>
> > b. During periods of time when the pilot flame at the flares is off, QEPFS shall re-light the pilot flame or route emissions from the dehydrator process vent stream to a back-up combustor as expeditiously as practicable. The back-up combustors shall achieve a 95% by weight or greater reduction of VOC emissions from the dehydrator process vent stream when in use, determined by the pilot flame on the combustor being on when in use. The time period during which the glycol dehydrator is operated without either (1) a flare with the pilot flame on or (2) the back-up combustor with its pilot flame on shall not exceed 140 hours at the Wonsits Valley Facility and 500 hours at the Island Facility. Nothing in this Paragraph shall affect QEPFS's obligation to meet applicable requirements of 40 C.F.R. Part 63.

Again, EPA is incorrect in its RTC regarding Consent Decree Paragraph 17. Paragraph 17 does not in any way refer to Unit C-2 as a Subpart HH control device. In fact, Paragraph 17 allows for limited downtime of both control devices (e.g., 140 hours for the Wonsits Valley facility). Subpart HH does not make an allowance for uncontrolled emissions for an affected source; therefore, it is not plausible that Unit C-2 would be a Subpart HH control device. If the backup combustor were a Subpart HH control device, as is erroneously characterized in the RTC, EPA would not have instituted a limit on downtime hours; it would not have been necessary provided that the dehydrator were controlled by one or the other device.

The original Permit V-UO-000005-2000.00 is explicit in designating the flare, Unit FL-1, as the sole Subpart HH control device, as stated in Conditions V.B: Conditions V.B.1.(b) and V.B.1.(c) (*emphasis added in bold italics*):

> B. Requirements for the Glycol Dehydrator
> [Consent Decree Case No. 2:08-CV -00167-TS-PMV, Paragraphs 15, 16, and 17]
> 1. Requirements of Consent Decree Case No. 2:08-CV -00167-TS-PMV, Paragraph 15
>
> (b) The Permittee shall install and operate a ***flare*** connected to the existing dehydrator, identified as D-1 in Table 2 of this permit, ***to comply with the control device requirements of 40 CFR Part 63, Subpart HH***, pursuant to §63.765(b)(l)(i).
>
> (c) The Permittee shall design and operate the ***flare*** in accordance with the requirements of 40 CFR 63.771(d)(1)(iii) and 40 CFR 63.11(b).

For the reasons described above, MPLX respectfully requests that Condition III.A delete Unit C-2 as an applicable Subpart HH control device.

2. **Permit Conditions III.D through III.F.** Based on the conclusion in Item 1, above, that the flare, Unit FL-1, is the only Subpart HH control device and that the backup control device, Unit C-2, is not required by Subpart HH, MPLX respectfully requests that reference to Unit C-2 be deleted from all permit conditions that apply solely to Subpart HH. These include the following conditions:

   - Condition III.D.3
   - Condition III.E.3
   - Condition III.E.4
   - Condition III.F.2

3. **Permit Condition V.B.1.(a).** This condition states:

   > The flare installed pursuant to Paragraph 15 of the Consent Decree shall achieve a 95% by weight or greater reduction of volatile organic compound (VOC) emissions for the glycol dehydrator process vent stream at all times except during periods of time when the pilot flame at the flare is off, the Permittee shall re-light the pilot flame or route emissions from the glycol dehydrator process vent stream to a back-up combustor as expeditiously as practicable. The back-up combustor shall achieve a 95% by weight or greater reduction of VOC emissions from the glycol dehydrator process vent stream when in use as determined by the pilot flame on the combustor being on when in use. The time during which the glycol dehydrator is operated without either: (1) a flare with the pilot flame on; or (2) the back-up combustor with its pilot flame on shall not exceed 140 hours.[2] Nothing in Paragraph 17 of the Consent Decree shall affect the Permittee's obligation to meet the applicable requirements of 40 CFR part 63.

Since it was ambiguous what timeframe the limitation of "140 hours" referred to in the original permit, MPLX requested in its public comments that this requirement in the renewed permit be

clarified as “140 hours per calendar year”. In the final permit, EPA added the following footnote number 2 to Condition V.B.1.(a), but added inappropriate text that refers to 40 CFR 60, Subpart HH (*emphasis added in italics*):

> [2] The 140 hours are measured on a calendar year basis. *Note that 40 CFR part 63 does not permit any operation of the glycol dehydrator (D-1) without the use of a control device. Therefore, the effect of the 140 hours provision of the Consent Decree is to limit the period during which the backup combustor may have its pilot light off, and because of the part 63 requirements, the backup combustor may only have the pilot light off if the primary combustor is in operation. That is, at all times the dehydrator is operational, the process stream must be routed to one of the two combustors, and the combustor to which the process stream is routed must be functioning. [Emphasis added in italics]*

Since the 140-hour limitation specified in the original permit and Consent Decree has nothing whatsoever to do with 40 CFR 63 nor applicability of the backup combustor, Unit C-2, as a Subpart HH control device, MPLX respectfully requests that the italicized text above be deleted from the permit.

If you have any questions regarding this petition, please contact me at (303) 454-6685 or THGibbons@marathonpetroleum.com.

Sincerely,

Thomas H. Gibbons
HES Professional

Attachments: Permit V-UO-000005-2018.00, Permit V-UO-000005-2000.00, Certification of Service

cc: Daniel Pring, MPLX (via email, DDPring@marathonpetroleum.com)
Stoney Vining, MPLX (via email, SKVining@Marathonpetroleum.com)

CERTIFICATE OF SERVICE

I hereby certify, pursuant to the Rules of the Environmental Appeals Board of the U.S. Environmental Protection Agency, that I have served the PETITION FOR REVIEW OF PERMIT V-UO-000005-2018.00 FOR THE WONSITS VALLEY COMPRESSOR STATION

upon the following parties:

On May 13, 2020, by Environmental Appeals Board eFiling at:
https://yosemite.epa.gov/OA/EAB/EAB-ALJ_Upload.nsf/eFiling?open&type=na&subtype=pa
to:

Erica Durr
Clerk of the Board
U.S. Environmental Protection Agency
Environmental Appeals Board
WJC East Building
1201 Constitution Avenue, NW
U.S. EPA East Building, Room 3332
Washington, D.C. 20004

On May 13, 2020, by Electronic Mail at email to Sopkin.gregory@Epa.gov to:

Gregory Sopkin
1595 Wynkoop St.
Mail Code: 8ORA-IO
Denver, CO 80202-1129

_____

Thomas H. Gibbons
HES Professional
MPLX
1515 Arapahoe Street, Tower 1, Suite 1600
Denver, CO 80202
Phone: 303-454-6685
Email: THGibbons@marathonpetroleum.com

Date: May 13, 2020

Permit V-UO-000005-2018.00

(Issued April 13, 2020)

UNITED STATES ENVIRONMENTAL PROTECTION AGENCY
REGION 8
1595 Wynkoop Street
Denver, CO 80202-1129
Phone 800-227-8917
www.epa.gov/region8

Ref: 8ARD-PM

Thomas H. Gibbons
HES Professional
MPLX
1515 Arapahoe Street, Tower 1, Suite 1600
Denver, Colorado 80202

Re: Final Part 71 Operating Permit, Permit #V-UO-000005-2018.00, MPLX, Wonsits Valley Compressor Station

Dear Mr. Gibbons:

This letter is regarding the renewal of the 40 CFR part 71 Title V operating permit (Part 71 permit) for MPLX (formerly Andeavor Field Services, LLC), Wonsits Valley Compressor Station. The public comment period for the draft of this permit action ended on January 13, 2020. The U.S. Environmental Protection Agency received one comment letter that you sent on behalf of MPLX. A detailed response to the comments is enclosed.

Based on the information provided in MPLX's Part 71 permit renewal application, subsequent application updates, and the public comments on the draft permit, we are issuing the enclosed final renewed Part 71 permit for the Wonsits Valley Compressor Station. The new permit number is V-UO-000005-2018.00.

Please review each condition carefully and note any restrictions placed on this source. Procedures for appealing this permit can be found in 40 CFR 71.11(l). A petition to the Environmental Appeals Board (EAB) must be filed within 30 days of receipt of this final permit action. The permit will be effective on May 13, 2020, provided there are no appeals filed with the EAB.

If you have any questions concerning the enclosed final permit, please contact Lohitaksha (Lo.) Rao of my staff at (303) 312-6241.

Sincerely,

4/13/2020

X Debra Thomas

Signed by: DEBRA THOMAS

Debra Thomas
Deputy Regional Administrator

Enclosures

cc: Mike Natchees, Director, Air Quality Program, Ute Indian Tribe

Responses to Comments on the Draft Air Quality Operating Permit and Statement of Basis for the Wonsits Valley Compressor Station Pursuant to the Title V Operating Permit Program at 40 CFR Part 71

Comments on Draft Part 71 Permit
Section I.A – Facility Information

Comment #1 (a)-(d): *This section of comments is in reference to the Statemen of Basis which does not accompany the final permit.*

Comments to the Statement of Basis a) "Section I.A – Location: There is a new mailing address: 1515 Arapahoe Street, Tower 1, Suite 1600, Denver CO 80202." b) "Section I.B – Contact: Facility Contact (name and address change): Thomas Gibbons; HES Professional MPLX 1515 Arapahoe Street, Tower 1, Suite 1600; Denver, CO 80202 • Responsible Official (name and address change): James O. Wakeley; Operations Senior Director 19100 Ridgewood Parkway; San Antonio, TX 78259." c) "Section I.B – Description of Operations: This description is obsolete; please see the 2018 application, and Comment #3 below, for the current process description." d) "Section II – Applicable Requirement Review: Subsection L. 40 CFR Part 63, Subpart HH: National Emission Standards for Hazardous Air Pollutants from Oil and Natural Gas Production Facilities – The description that states "The affected unit is the dehydration unit D-1 and control devices C-2 and FL-1 operating at the facility" is incorrect. Flare FL-1 is the only Subpart HH control device; a backup control device is not required by Subpart HH and C-2 is incorrectly described as a Subpart HH control device. Moreover, the information provided in the Part 71 permit renewal application did not describe C2 as a Subpart HH control device."

EPA Response to Comments on the Statement of Basis for the Draft Part 71 Permit: There is no Statement of Basis issued with the final permit and we do not make changes to the Statement of Basis for the draft permit. MPLX's comments are a part of the final permit record and any necessary requested corrections to information in the Statement of Basis for the draft permit are, therefore, documented in the permanent permit record in the form of the comments and this response to the comments. Additionally, the contact information in our internal tracking database has been updated based on the comment.

Comment #2: "The current responsible official is James O. Wakeley; Operations Senior Director."

EPA Response: We have revised the permit to accurately reflect the correct current responsible official.

Comment #3: "The process description is not correct (see application submitted to EPA, dated 4/10/2018). a) There is three-phase separation at the inlet (gas, condensate, and produced water). b) The separated condensate is pumped to the station discharge and sent off site to a gas plant. c) The separated produced water is temporarily stored in the slop tank (unit T-1, controlled with combustor unit C-1). Liquids from the low-pressure scrubber (condensate and produced water) are also sent to T-1. d) Liquids from the slop tank, T-1, are gravity fed off site to the Battery 4 facility. e) Gas is compressed to approximately 1200 psig. f) The vapors from the reboiler are routed to the BTEX condenser to remove liquids that drain into the distillate tank. Overhead vapors from the BTEX condenser and flash gas from the flash tank are sent to an emission control device (open flare, unit FL-1, with backup combustor, unit C-2). g) Distillate tank liquids are pumped offsite to the Battery 4 facility."

EPA Response: We have revised the permit to accurately describe the operations at the facility. Please

see our response to Comment #6 for further details regarding emissions unit C-2.

Section I.B – Emissions Units and Emissions Generating Activities

Comment #4: "a) The rating for Unit R-1 is listed incorrectly in the draft permit; the correct rating is 1.0 MMBtu/hr. b) Please state that C-2 is the 'backup combustor' for Unit D-1. c) Unit T-1 is more aptly named a 'slop tank' rather than a 'condensate' tank because the tank stores mostly produced water. d) There is no truck loadout on site (delete Unit LO). e) Footnote to Table 2 has a typographical error; it should indicate 'Burn' (not 'Bur')."

EPA Response: *We have revised the permit to correct the Unit R-1 rating, state that C-2 is the backup combustor for D-1, correct the name for Unit T-1, remove emissions unit LO and correct the typographical error in the footnote to Table 2. While we have changed the reference to emissions unit C-2 as requested, we do not agree that emissions unit C-2 is exempt from 40 CFR part 63 requirements. Please see our response to Comment #6 for further details.*

Section II.D.2 – Compliance Requirements

Comment #5: "Since the initial performance testing has already been completed for all engines, please delete reference to initial performance testing."

EPA Response: We have not revised the permit as requested to delete any reference to initial performance testing. Instead, we have revised the permit to indicate in a note to the Permittee that initial performance testing has been completed for all currently operating engines.

Section III.A – Applicability

Comment #6: "Please delete reference to backup combustor C-2 in Section III since it is not a Subpart HH control device. Flare FL-1 is the only Subpart HH control device; a backup control device is not required by Subpart HH."

EPA Response: The EPA does not agree with the commenter's assertion regarding emissions unit C-2. Wonsits Valley operates a dehydration unit (emissions unit D-1) at a major source subject to the large glycol dehydrator requirements of 40 CFR part 63, subpart HH (MACT HH). For each large glycol dehydration process vent, the Permittee must control air emissions according to the standards of § 63.765(b)(1)(i) or (ii), which require process vents to be connected to a control device or combination of control devices though a closed-vent system. Wonsits Valley utilizes two control devices (emissions units FL-1 and C-2) for the process vents associated with D-1. FL-1 and C-2 do not control emissions from any other emissions unit at the facility, but do allow D-1 to operate with fewer interruptions and less downtime than if there were only one control device. MACT HH does not provide any exemptions for "backup" combustors. It does provide for "a combination of control devices," but all of those devices are explicitly subject to MACT requirements 40 CFR § 63.765(b)(1)(i), (ii). The term "backup" does not allow the operations at a facility to avoid applicable federal regulations. If C-2 were not subject to the requirements of MACT HH, then D-1 would not be allowed to operate if FL-1 was nonoperational. Otherwise, the source would be in violation of MACT HH, because C-2 would essentially not be allowed as a control device and thus D-1 would be considered to be venting to the atmosphere for the purposes of calculating potential to emit (PTE).

Further, as stipulated in the consent decree entered in Case No. 2:08-CV-00167-TS-PMV in the U.S. District Court, District of Utah (Consent Decree) Paragraph 15 and 17, both the Flare (FL-1) and Control Device (C-2) are subject to Subpart HH. The Consent Decree also stipulates in Paragraph 17.b. that "Nothing in this Paragraph shall affect [MPLX's] obligation to meet applicable requirements of 40 C.F.R. Part 63." The term "back-up" Combustor as listed in the Consent Decree does not exclude C-2 from complying with Subpart HH.

For the above reasons, references to C-2 will be retained in the permit.

Section III.D.3:

Comment #7: "Please delete reference to backup combustor C-2 in Section III since it is not a Subpart HH control device. Flare FL-1 is the only Subpart HH control device; a backup control device is not required by Subpart HH."

EPA Response: Please see response to comment #6.

Condition III.E:

Comment #8: "Please delete reference to 40 CFR 63.772(f) since the applicable sections of (f) do not apply to this facility. 40 CFR §63.772(f) states 'This paragraph applies to the demonstration of compliance with the control device performance requirements specified in §63.771(d)(1)(i), (e)(3), and (f)(1)' and none of these sections are applicable."

EPA Response: The EPA has determined that emissions unit C-2 is an affected unit as a control device as specified in 40 CFR part 63, subpart HH. C-2 is an enclosed combustor subject to the requirements of §63.772(f) because the unit is subject to §63.771(d)(1)(i). Therefore, these conditions have not been removed.

Condition III.E.3:

Comment #9: "Please delete reference to backup combustor C-2 in Section III since it is not a Subpart HH control device. Flare FL-1 is the only Subpart HH control device; a backup control device is not required by Subpart HH. §63.772(e)(1)(i) states that a flare is exempt from the requirements to conduct performance tests and design analyses under section §63.772(e). The only part of §63.772(e) that applies to the flare, FL-1, is §63.772(e)(2)."

EPA Response: Please see response to comment #6. The EPA has determined that emissions unit C-2 is an affected unit as a control device as specified in 40 CFR part 63, subpart HH. C-2 is an enclosed combustor and is thus subject to the requirements of paragraph (e)(3) of §63.772. As noted: FL-1 is subject to §63.772(e)(2). Therefore, these conditions have not been removed.

Condition III.E.4:

Comment #10: "Please delete this condition since 40 CFR 63.772(f) is not applicable to this facility. 40 CFR §63.772(f) states 'This paragraph applies to the demonstration of compliance with the control

device performance requirements specified in §63.771(d)(1)(i), (e)(3), and (f)(1)' and none of these sections are applicable to this facility."

EPA Response: The EPA has determined that emissions unit C-2 is an affected unit as a control device as specified in 40 CFR part 63, subpart HH. C-2 is an enclosed combustor subject to the requirements of §63.772(f) because the unit is subject to §63.771(d)(1)(i). Therefore, these conditions have not been removed.

Condition III.F.2:

Comment #11: "Please delete reference to backup combustor C-2 in Section III since it is not a Subpart HH control device. Flare FL-1 is the only Subpart HH control device; a backup control device is not required by Subpart HH."

EPA Response: Please see response to comment #6.

Condition III.H.3:

Comment #12: "Please delete this condition since the Notification of Compliance Status Report (a one-time requirement) has already been completed."

EPA Response: The Notification of Compliance Status Report must be resubmitted if, for example, a modification to the facility involving the addition of processes or equipment has occurred. As noted in 40 CFR § 63.775(d), subsequent submittals may refer to previous submittals instead of duplicating and resubmitting the previously submitted information. The Title V operating permit program allows for the inclusion of requirements in the permit that do not apply at the time of permit issuance, in order to reflect the same flexibility in compliance as the applicable requirement allows. As written, the permit provides the option for the Permittee to change a compliance method without having to modify the permit. Therefore, this condition has not been removed.

Condition IV.D.1:

Comment #13: "Please delete this condition since the initial performance testing and other compliance demonstrations have already been completed for all engines."

EPA Response: We have not revised the permit as requested to delete any reference to initial performance testing. Instead, we have revised the permit to indicate in a note to the Permittee that initial performance testing has been completed for all currently operating engines.

Condition IV.D.5:

Comment #14: "Please delete this condition since initial compliance with the emission limitations, operating limitations, and other requirements has already been demonstrated for all engines."

EPA Response: We have not revised the permit as requested to delete any reference to initial compliance with the emission limitations, operating limitations, and other requirements. Instead, we have revised the permit to indicate in a note to the Permittee that initial performance testing has been completed for all currently operating engines.

Condition V.B.1(a):

Comment #15: "For timeframe clarification, please add 'per calendar year' after '140 hours'."

EPA Response: Condition V.B.1(a) of the permit is part of a section listing the requirements of the Consent Decree. The Consent Decree itself does not include the requested "per calendar year" language, but we agree that "per calendar year" expresses the intent of the provision and have added a footnote to clarify that point. In any case, the Consent Decree also stipulates in Paragraph 17.b. that "Nothing in this Paragraph shall affect [MPLX's] obligation to meet applicable requirements of 40 C.F.R. Part 63." It is important to note that part 63 does not provide ***any*** *allowance for control device downtime; that is, part 63 does not permit* ***any*** *operation of the glycol dehydrator (D-1) without the use of a control device. Therefore, the effect of the 140 hours provision of the Consent Decree is to limit the period during which the backup combustor may have its pilot light off; because of the part 63 requirements, the backup combustor may only have the pilot light off if the primary combustor is in operation. That is, at all times the dehydrator is operational, the process stream must be routed to one of the two combustors, and the combustor to which the process stream is routed must be functioning. Specifically, the process stream must be routed to the FL-1 control device during any downtime for C-2. If FL-1 is also nonoperational, then D-1 must be shut in. No uncontrolled emissions at any time may be intentionally vented to the atmosphere.*

Condition V.C.1(a):

Comment #16: "Please delete this condition since this requirement to connect the 'condensate' storage tank, identified as T-1 in this permit, to an existing or new combustor at the facility has already been completed."

EPA Response: We have retained this condition because the source is subject to certain requirements of the Consent Decree. This Consent Decree has been terminated, but by its terms this requirement for Wonsits Valley survives termination and remains in effect in perpetuity. Instead, we have revised the permit to indicate in a note to the Permittee that that these conditions have been satisfied.

Condition V.C.1(b):

Comment #17: "Please delete this condition since this requirement to certify to the EPA that the design of the conveyance systems from the condensate storage tank to the combustor does not, under normal operating conditions, cause or contribute to a release of VOCs from the condensate storage tank through thief hatches or pressure relief valves has already been completed."

EPA Response: We have retained this condition because the source is subject to certain requirements of the Consent Decree. This Consent Decree has been terminated, but by its terms this requirement for Wonsits Valley survives termination and remains in effect in perpetuity. Instead, we have revised the permit to indicate in a note to the Permittee that that these conditions have been satisfied.

Condition V.D.1(c).(i):

Comment #18: "Please delete this condition since this requirement to conduct initial performance tests for NOx and CO emissions on each RICE has already been completed."

EPA Response: We have retained this condition because the source is subject to certain requirements of the Consent Decree. This Consent Decree has been terminated, but by its terms this requirement for Wonsits Valley survives termination and remains in effect in perpetuity. Instead, we have revised the permit to indicate in a note to the Permittee that that these conditions have been satisfied.

Condition VI.B.I:

Comment #19: "This condition states: 'The Permittee shall submit to the EPA all reports of any required monitoring under this permit semiannually. The first report shall cover the period from the effective date of this permit through December 31, 2019.' Since the effective date of the permit will be after December 31, 2019, the first semiannual report will likely cover the 6-month period ending June 30, 2020, assuming that the final permit is issued in the first half of 2020."

EPA Response: We have revised the permit to reflect conditions that the first report has already been submitted for this facility and to reflect the continuation of the reporting periods that the facility operated under in permit V-UO-000005-2000.00, for consistency.

Condition VII.C.3.(a):

Comment #20: "For current Permit V-UO-000005-2000.00, Condition VII.C.3.(a), the annual Compliance Certification that is due January 31, 2020, for CY2019. Assuming EPA issues Permit V-UO-000005-2018.00 such that the effective date is April 1, 2020, or earlier, the permit should include a clarification regarding Condition VII.C.3.(a) that the first Compliance Certification is due April 1, 2021, for the 12-month period ending December 31, 2020."

EPA Response: We have not revised the permit exactly as requested, but have revised the permit to reflect the reporting periods that the facility operated under permit V-UO-000005-2000.00 for consistency. This would ensure no new annual and semi-annual reports are submitted off schedule of what has been routine since the issuance of the initial permit. Annual reports shall be submitted by January 31 of each year that this permit is effective covering the dates as specified in Condition VI.B.1 and VII.C.3.(a) of the permit.

United States Environmental Protection Agency
Region 8
Air and Radiation Division
1595 Wynkoop Street
Denver, Colorado 80202

Air Pollution Control Permit to Operate
Title V Operating Permit Program at 40 CFR Part 71

In accordance with the provisions of Title V of the Clean Air Act (CAA) and the Title V Operating Permit Program at 40 CFR part 71 (Part 71) and applicable rules and regulations,

Andeavor Field Services, LLC
(Operated by MPLX)
Wonsits Valley Compressor Station

is authorized to operate air emission units and to conduct other air pollutant emitting activities in accordance with the permit conditions listed in this permit.

This source is authorized to operate at the following location on Indian country lands within the Uintah and Ouray Indian Reservation:

Latitude 40.140792, Longitude -109.494322
SE/NE Sec. 12, T8S, R21E, Uintah County, Utah

Terms not otherwise defined in this permit have the meaning assigned to them in the referenced regulations. All terms and conditions of the permit are enforceable by the EPA and citizens under the CAA.

4/13/2020

X Debra Thomas

Signed by: DEBRA THOMAS
Debra Thomas
Deputy Regional Administrator

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Air Pollution Control Permit to Operate
Title V Operating Permit Program at 40 CFR Part 71

MPLX
Wonsits Valley Compressor Station

Permit Number: V-UO-000005-2018.00
Replaces Permit No.: V-UO-000005-2000.00

Issue Date: April 13, 2020
Effective Date: May 13, 2020
Expiration Date: May 13, 2025

The permit number cited above should be referenced in future correspondence regarding this source.

Table 1- Part 71 Permitting History

Date of Action	Permit Number	Type of Action	Description of Action
September 10, 2013	V-UO-000005-2000.00	Initial Permit	N/A
May 13, 2020	V-UO-000005-2018.00	Renewal Permit	N/A

Table of Contents

I. Facility Information and Emission Unit Identification

A. Facility Information

Owner Name:	Andeavor Field Services, LLC
Operator Name:	MPLX
Plant Name:	Wonsits Valley Compressor Station
Plant Location:	Latitude 40.140792, Longitude -109.494322
Region:	8
State:	Utah
County:	Uintah
Reservation:	Uintah and Ouray Indian Reservation
Tribe:	Ute Indian Tribe
Responsible Official:	Operations Senior Director
SIC Code:	1311 – Crude Petroleum and Natural Gas

Description:

Wonsits Valley gathers natural gas, natural gas condensate and produced water from surrounding well sites via a gathering pipeline system. The comingled stream enters the station and is routed to a slug catcher where the liquids and natural gas are separated. From the slug catcher, the liquids are routed to a 3-phase separator, where the natural gas, condensate and produced water are separated.

The condensate is routed to the station discharge and then off site to a gas plant. The produced water is temporarily stored in the slop tank (emissions unit T-1 in Table 2 below) and the emissions are controlled with the combustor unit (emissions unit C-1 in Table 2 below). Liquids from T-1 are gravity fed offsite.

The natural gas exits the slug catcher and 3-phase separator as mentioned in the first paragraph, where it is routed to an inlet scrubber; condensate and produced water that are removed during this process are also routed to T-1.

The natural gas is then compressed from field pressure to approximately 1,200 pounds per square inch gauge (psig) from five reciprocating internal combustion engines (RICE) that are also located onsite. The compressed natural gas enters the dehydration unit, emissions unit D-1, and is bubbled up through lean triethylene glycol (TEG) in a process vessel called a contactor. During this process, water vapor is removed from the gas to a concentration determined by a sales contract. The pipeline quality natural gas then exits the contactor, is metered and then routed off site. Natural gas used to fuel equipment at Wonsits Valley is pulled from the discharge after the dehydrator where it is filtered and separated.

The rich TEG exits the contactor, is depressurized in a TEG flash tank, and is regenerated using heat in a vessel known as a reboiler (emissions unit R-1 in Table 2 below). The rich TEG is heated in R-1 to a set temperature that boils the impurities out of the TEG. The vapors from the reboiler are routed to the BTEX condenser to remove liquids that drain into the distillate tank. BTEX vapors from the distillate storage tank and flash gas from the flash tank are routed to emission control devices: a flare (emissions unit FL-1 in Table 2 below) or a backup enclosed combustor (emissions unit C-2 in Table 2 below). The depressurized TEG is routed to a vessel called a glycol reboiler and regenerated using heat. The regenerated lean TEG is circulated back to the contactor.

There are fugitive emissions associated with the potential seeping of gas from connections, seals, flanges and valves. Instrument air is used on site for energizing pneumatic equipment.

B. Facility Emission Points

Table 2 - Emission Units and Emission Generator Activities

Unit I.D.	Description		Control Equipment
C202	Caterpillar G3612LE Compressor Engine; 3,406 hp*, 4SLB* RICE*, Natural Gas-Fired Serial No. 1YG00023	Installed: 9/2007 Manufactured: 10/21/2001 Reconstructed: 9/2007	Selective Catalytic Oxidation
C203	Serial No. 1YG00022	Installed: 9/2007 Manufactured: 10/10/1991 Reconstructed:9/2007	
C204	Serial No. 1YG00034	Installed: 9/2007 Manufactured: 5/12/1993 Reconstructed: 9/2007	
C206	Waukesha 12V-AT27GL Compressor Engine; 3,100 hp, 4SLB RICE, Natural Gas-Fired Serial No. C-13271/2	Installed: 3/2001 Manufactured: 12/7/2000 Reconstructed: 6/2007	Selective Catalytic Oxidation
C207	Caterpillar G3616LE Compressor Engine; 4,554 hp, 4SLB RICE, Natural Gas-Fired Serial No. BLB00215	Installed: 6/2008 Manufactured: 12/5/1993 Reconstructed: 1/2014	Selective Catalytic Oxidation
D-1	100 MMscfd* Triethylene Glycol Dehydrator		Flare (FL-1) Combustor (C-2)
R-1	1.0 MMBtu* Glycol Reboiler		None (IEU)
T-1	500 bbl* Slop Tank, referred to as the Condensate Tank in the Consent Decree No. 2:08-CV-00167-TS-PMV 21,900 bbls per year Annual Condensate Throughput		Combustor (C-1) (IEU)

Unit I.D.	Description	Control Equipment
	Miscellaneous Chemical Storage Tanks	
T-2	100 bbl New Glycol	
T-3	100 bbl New Lube Oil	
T-4	100 bbl Used Lube Oil	None
T-5	100 bbl Used Glycol	(IEU)
T-6	65 bbl Glycol	
T-7	100 bbl Produced Water	
T-8	100 bbl Dehydrator Drip Tank	
T-9	100 bbl Dehydrator Drip Tank	
EL	Fugitive Equipment Leaks	None
PG	Pigging Operations	None (IEU)
ES	Engine Start-ups	None (insignificant emission unit)
CB	Compressor Blowdowns	None
ESD	Emergency Shutdowns	None (IEU)
FL-1	Elevated Open-Flame Flare	Dehydrator (D-1) (IEU)
C-1	Cimarron 30" Standard Tank Vapor ECD*	Slop Tank (T-1) (IEU)
C-2	ECD	Backup Combustor for D-1 (IEU)

* IEU = Insignificant Emission Unit; 4SLB = 4 Stroke Lean Burn; RICE = Reciprocating Internal Combustion Engines; hp = horsepower; bbl = barrel; MMscfd = million standard cubic feet per day; MMBtu/hr = million British thermal units per hour; ECD = Enclosed Combustors.

II. Standards of Performance for Stationary Spark Ignition Internal Combustion Engines - 40 CFR Part 60, Subpart JJJJ

A. Applicability [40 CFR 60.4230 (a)(5)]

1. 40 CFR part 60, subpart JJJJ applies to the following emission units:

   (a) Caterpillar G3612LE engine identified as C202 in Table 2 of this permit;

   (b) Caterpillar G3612LE engine identified as C203 in Table 2 of this permit;

   (c) Caterpillar G3612LE engine identified as C204 in Table 2 of this permit;

   (d) Waukesha 12V-AT27GL engine identified as C206 in Table 2 of this permit; and

   (e) Caterpillar G3616LE engine identified as C207 in Table 2 of this permit.

2. Notwithstanding conditions in this permit, the Permittee shall comply with all applicable requirements of 40 CFR part 60, subpart JJJJ (Subpart JJJJ).

B. General Provisions [40 CFR 60.4246]

1. The Facility is subject to the requirements of 40 CFR part 60, subpart A – General Provisions as specified in Table 3 of Subpart JJJJ. Notwithstanding conditions in this permit, the Permittee shall comply with all applicable requirements of 40 CFR part 60, subpart A.

2. All reports required under 40 CFR part 60, subpart A shall be sent to the EPA at the following address as listed in §60.19:

   Branch Chief, Air and Toxics Enforcement Branch, 8ENF-AT
   Enforcement and Compliance Assurance Division
   U.S. Environmental Protection Agency, Region 8
   1595 Wynkoop Street
   Denver, Colorado 80202-1129

   Reports may be submitted on electronic media or via email to: r8airreportenforcement@epa.gov.

C. Emission Standards [40 CFR 60.4233 (f)(4) and Table 1, 60.4234]

1. The Permittee shall comply with the emissions standards for non-emergency, spark ignition (SI) internal combustion engines (ICE) greater than 1,350 hp that are modified or reconstructed after June 12, 2006 for C202, C203, C204, C206 and C207 as specified in §60.4233(f)(4) and Table 1 to Subpart JJJJ.

2. The Permittee must operate and maintain the stationary SI ICE subject to the emission standards as required in §60.4233 over the entire life of the engine as specified in §60.4234.

D. Compliance Requirements [40 CFR 60.4243 (c)]

The Permittee, as the owner and operator of stationary SI ICE that must comply with the emission standards specified in Section II.C. of this permit, shall demonstrate compliance according to one of the methods specified in paragraphs 1 or 2 of this section as applicable:

1. Purchasing an engine certified according to the procedures specified in Subpart JJJJ for the same model year and demonstrating compliance according to one of the methods specified in paragraphs 1. (a) or (b) of this section:

   (a) If the Permittee operates and maintains the certified stationary SI ICE and control device according to the manufacture's emission-related written instructions, the Permittee shall keep records of conducted maintenance to demonstrate compliance, but no performance testing is required. The Permittee shall also meet requirements as specified in 40 CFR 1068 subparts A through D, as applicable. If the Permittee adjusts engine settings according to and consistent with the manufacturer's instructions, the stationary SI ICE will not be considered out of compliance; or

   (b) If the Permittee does not operate and maintain the certified stationary SI ICE and control device according to the manufactures emission-related written instructions, the engine will be considered a non-certified engine and the Permittee shall demonstrate compliance according to §§60.4243(a)(2)(i) through(iii) as appropriate; or

2. Purchasing a non-certified engine and demonstrating compliance with the emission standards specified in Section II.C. of this permit and according to the test methods and other procedures specified in §60.4244, and according to the following:

   As an owner or operator of a stationary SI ICE greater than 500 hp, the Permittee shall keep a maintenance plan and records of conducted maintenance and shall, to the extent practicable, maintain and operate the engine in a manner consistent with good air pollution control practice for minimizing emissions. In addition, the Permittee shall conduct an initial performance test and conduct subsequent performance testing every 8,760 hours or for 3 years, whichever comes first, to demonstrate compliance.

   Note to Permittee: The initial performance testing has been satisfied for the engines currently operating at this facility. The requirements for initial performance testing are retained in this permit in the case of new construction, installation or modification of an affected source under this subpart.

E. Testing Requirements [40 CFR 60.4244 (a)-(f)]

The Permittee shall comply with the performance testing requirements for the non-emergency, SI ICE greater than 1,350 hp as specified in §60.4244 (a)-(f) for emissions units C202, C203, C204, C206 and C207.

F. Notification, Reports and Records [40 CFR 60.4245]

The Permittee shall comply with all the applicable notification, reporting, and recordkeeping requirements for non-emergency SI ICE greater than 1,350 hp, as specified in §60.4245, for emissions units C202, C203, C204, C206 and C207, except that reports of required performance tests shall be submitted with the respective semiannual report required in Section VI.B.1. of this permit that corresponds with the reporting period within which the test was conducted.

III. National Emission Standards for Hazardous Air Pollutants From Oil and Natural Gas Production Facilities – 40 CFR Part 63, Subpart HH

A. Applicability[40 CFR 63.760 (a)-(b)]

40 CFR part 63, subpart HH applies to the 100 MMscfd TEG dehydrator identified as D-1, and control devices FL-1 and C-2 in Table 2 of this permit.

Notwithstanding conditions in this permit, the Permittee shall comply with all applicable requirements of 40 CFR part 63, subpart HH for affected sources located at a major source of HAP (Hazardous Air Pollutants).

B. General Standards [40 CFR 63.764]

1. The General Provisions at 40 CFR part 63, subpart A apply as specified in Table 2 of 40 CFR part 63, subpart HH. Notwithstanding conditions in this permit, the Permittee shall comply with all applicable requirements of 40 CFR part 63, subpart A.

2. All reports required under 40 CFR part 63, subpart A shall be sent to the EPA at the following address as listed in §63.13:

   Branch Chief, Air and Toxics Enforcement Branch, 8ENF-AT
   Enforcement and Compliance Assurance Division
   U.S. Environmental Protection Agency, Region 8
   1595 Wynkoop Street
   Denver, Colorado 80202-1129

   Reports may be submitted on electronic media or via email to: r8airreportenforcement@epa.gov.

3. The Permittee shall comply with the following requirements for the large glycol dehydrator at a major source as specified in §63.764(c):

   (a) The control requirements for glycol dehydrator process vents specified in §63.765;

   (b) The monitoring requirements specified in §63.773; and

   (c) The recordkeeping and reporting requirements specified in §§63.774 and 63.775.

4. At all times, the Permittee shall operate and maintain any glycol dehydration unit, including associated air pollution control equipment and monitoring equipment, in a manner consistent with safety and good air pollution control practices for minimizing emissions. Determination of whether such operation and maintenance procedures are being used will be based on information available to the EPA which may include, but is not limited to, monitoring results, review of operation and maintenance procedures, review of operation and maintenance records and inspection of the unit.

C. Glycol Dehydration Unit Process Vent Standards [40 CFR 63.765(b)]

The Permittee shall comply with the control equipment requirements as follows:

1. Except as specified in §63.765(c), the Permittee shall comply with the applicable requirements for large glycol dehydration unit process vents at major sources of HAP specified in §63.765(b)(1) and (2):

   (a) For each large glycol dehydration process vent, the Permittee shall control air emissions by either paragraph (b)(1)(i) or (ii) of §63.765.

      (i) The Permittee shall connect the process vent to a control device or combination of control devices through a closed-vent system, the closed-vent system shall be designed and operated in accordance with the requirements of §63.771(c). The closed-vent system shall be designed and operated in accordance with the requirements of §63.771(d); or

      (ii) The permittee shall connect the process vent to a control device or combination of control devices through a closed-vent system and the outlet benzene emissions from the control device(s) shall be reduced to a level less than 0.90 megagrams per year. The closed-vent system shall be designed and operated in accordance with the requirements of §63.771(c). The control device shall be designed and

operated in accordance with the requirements of §63.771(d), except that the performance levels specified in §63.771(d)(1)(i) and (ii) do not apply; and

(b) One or more safety devices that vent directly to the atmosphere may be used on the air emission control equipment installed to comply with paragraph (b)(1) of §63.765.

D. Control Equipment Requirements [40 CFR 63.771(b)-(d)]

1. For each cover, the Permittee shall comply with the cover requirements specified in §63.771(b).

2. The Permittee shall comply with the closed-vent system requirements specified in §63.771(c).

3. For each control device, FL-1 and C-2, the Permittee shall comply with the applicable control device requirements to reduce HAP emissions as specified in §63.771(d).

E. Test Methods, Compliance Procedures and Compliance Determination Requirements [40 CFR 63.772 (b)-(c), and (e)-(f)]

The Permittee shall determine compliance with the requirements of 40 CFR part 63, subpart HH using the applicable test methods and compliance procedures for large glycol dehydration units specified in §63.772.

1. The Permittee shall determine the glycol dehydration unit flowrate, benzene emissions or BTEX emissions as specified in §63.772(b).

2. The Permittee shall comply with the test procedures for no detectable emissions in accordance with Method 21, 40 CFR part 60, appendix A, as specified in §63.772(c).

3. The Permittee shall comply with the test procedures for control device performance for FL-1 and C-2 as specified in §63.772(e).

4. The Permittee shall comply with the compliance demonstration for control device performance requirements for FL-1 and C-2 as specified in §63.772(f).

F. Inspection and Monitoring Requirements [40 CFR 63.773 (c) and (d)]

1. For each closed-vent system or cover required by the Permittee to comply with 40 CFR part 63, subpart HH, the Permittee shall comply with the inspection and monitoring requirements specified in §63.773(c).

2. For each control device, FL-1 and C-2, required by the Permittee to comply with 40 CFR part 63, subpart HH, the Permittee shall comply with the inspection and monitoring requirements as specified in §63.773(d).

G. Recordkeeping Requirements [40 CFR 63.774]

1. The recordkeeping provisions of 40 CFR part 63, subpart A, that apply and those that do not apply to the Permittee are listed in Table 2 of 40 CFR part 63, subpart HH.

2. The Permittee shall maintain the records specified in §§63.774(b), (c), (e) and (g).

3. Except as specified in §§63.774(c), the Permittee shall maintain the records specified in §63.774(b).

4. If compliance with the benzene emission limit specified in §63.765(b)(1)(ii) is elected, the Permittee shall document, to the Administrator's satisfaction, the items in §63.774(c).

5. The Permittee shall keep records of the requirements of §63.774(e) when using a flare to comply with §63.771(d).

6. The Permittee shall maintain records, pursuant to §63.774(g), of the occurrence and duration of each malfunction of operation (*i.e.*, process equipment) or the air pollution control equipment and monitoring equipment. The Permittee shall maintain records of actions taken during periods of malfunction to minimize emissions in accordance with § 63.764(j), including corrective actions to restore malfunctioning process and air pollution control and monitoring equipment to its normal or usual manner of operation.

H. Reporting Requirements [40 CFR 63.775]

1. The reporting provisions of subpart A of this part, that apply and those that do not apply to the Permittee are listed in Table 2 of this subpart.

2. The Permittee shall submit the information specified in §63.775(b).

3. The Permittee shall submit Notification of Compliance Status Reports as specified in §63.775(d).

4. The Permittee shall submit Periodic Reports as specified in §63.775(e).

5. The Permittee shall submit notifications of process changes as specified in §63.775(f).

6. The Permittee shall comply with any applicable electronic reporting provisions specified at §63.775(g).

IV. National Emission Standards for Hazardous Air Pollutants for Reciprocating Internal Combustion Engines - 40 CFR Part 63, Subpart ZZZZ

A. Applicability [40 CFR 63.6585(a)]

40 CFR part 63, subpart ZZZZ applies to the following emission units:

1. Caterpillar G3612LE engine identified as C202 in Table 2 of this permit;

2. Caterpillar G3612LE engine identified as C203 in Table 2 of this permit;

3. Caterpillar G3612LE engine identified as C204 in Table 2 of this permit;

4. Waukesha 12V-AT27GL engine identified as C206 in Table 2 of this permit; and

5. Caterpillar G3616LE engine identified as C207 in Table 2 of this permit.

B. General Provisions [40 CFR 63.6665]

1. The General Provisions at 40 CFR part 63, subpart A apply as specified in Table 8 of 40 CFR part 63, subpart ZZZZ. Notwithstanding conditions in this permit, the Permittee shall comply with all applicable requirements of 40 CFR part 63, Subpart A.

2. All reports required under 40 CFR part 63, subpart A shall be sent to the EPA at the following address as listed in §63.13:

   Branch Chief, Air and Toxics Enforcement Branch, 8ENF-AT
   Enforcement and Compliance Assurance Division
   U.S. Environmental Protection Agency, Region 8
   1595 Wynkoop Street
   Denver, Colorado 80202-1129

   Reports may be submitted on electronic media or via email to: r8airreportenforcement@epa.gov.

C. Emission and Operating Limitations [40 CFR 63.6600and 63.6605]

1. The Permittee shall comply with the emissions limitations and operating limitations for stationary 4SLB RICE with a site rating of more than 500 brake hp located at a major source of HAP emissions, specified in §63.6600(b) for engines C202, C203, C204, C206 and C207.

2. The Permittee shall demonstrate compliance with general requirements for engines C202, C203, C204, C206 and C207 according to §63.6605.

3. Pursuant to §63.6600, compliance with the numerical emissions limitations for stationary 4SLB RICE with a site rating of more than 500 brake hp located at a major source of HAP emissions established in 40 CFR part 63, subpart ZZZZ for engines C202, C203, C204, C206 and C207, shall be based on the results of testing the average of three 1-hour runs using the testing requirements and procedures in §63.6620 and Table 4 to 40 CFR part 63, subpart ZZZZ.

D. Testing and Initial Compliance Requirements
[40 CFR 63.6610, 63.6615, 63.6620, 63.6625, and 63.6630]

1. The Permittee shall conduct the initial performance tests and other compliance demonstrations requirements for stationary 4SLB RICE with a site rating of more than 500 brake hp located at a major source of HAP emissions, as specified in §63.6610, for engines C202, C203, C204, C206 and C207.

   Note to Permittee: The initial performance testing has been satisfied for the engines currently operating at this facility. The requirements for initial performance testing are retained in this permit in the case of new construction, installation or modification of an affected source under this subpart.

2. The Permittee shall conduct subsequent performance tests for stationary 4SLB RICE with a site rating of more than 500 brake hp located at a major source of HAP emissions, as specified in

§63.6615, for engines C202, C203, C204, C206 and C207.

3. The Permittee shall use the performance tests and other procedures for stationary 4SLB RICE with a site rating of more than 500 brake hp located at a major source of HAP emissions, as specified §63.6620 for engines C202, C203, C204, C206 and C207.

4. The Permittee shall comply with the monitoring, installation, collection, operation and maintenance requirements for stationary 4SLB RICE with a site rating of more than 500 brake hp located at a major source of HAP emissions, as specified in §63.6625, for engines C202, C203, C204, C206 and C207.

5. The Permittee shall demonstrate initial compliance with the emission limitations, operating limitations, and other requirements that apply to stationary 4SLB RICE with a site rating of more than 500 brake hp located at a major source of HAP emissions, as specified in §63.6630, for engines C202, C203, C204, C206 and C207.

Note to Permittee: The initial compliance has been satisfied for the engines currently operating at this facility. The requirements for initial compliance are retained in this permit in the case of new construction, installation or modification of an affected source under this subpart.

E. Continuous Compliance Requirements [40 CFR 63.6635 and 63.6640 (a)(e)]

1. The Permittee shall monitor and collect data to demonstrate continuous compliance for stationary 4SLB RICE with a site rating of more than 500 brake hp located at a major source of HAP emissions, as specified in §63.6635, for engines C202, C203, C204, C206 and C207.

2. The Permittee shall demonstrate continuous compliance with the emission limitations, operating limitations, and other requirements for stationary 4SLB RICE with a site rating of more than 500 brake hp located at a major source of HAP emissions, as specified in §63.6640, for engines C202, C203, C204, C206 and C207.

F. Notifications, Reports and Records [40 CFR 63.6645, 63.6650 and Table 7, 63.6655, and 63.6660]

1. The Permittee shall submit notifications as specified for stationary 4SLB RICE with a site rating of more than 500 brake hp located at a major source of HAP emissions in §63.6645 for engines C202, C203, C204, C206 and C207.

2. The Permittee shall submit reports as specified for stationary 4SLB RICE with a site rating of more than 500 brake hp located at a major source of HAP emissions in §63.6650 and Table 7 for engines C202, C203, C204, C206 and C207. Reports of required performance tests shall be submitted with the respective semiannual report required in Section VI.B.1. of this permit that corresponds with the reporting period within which the test was conducted.

3. The Permittee shall keep records as specified in §63.6655 for engines C202, C203, C204, C206 and C207.

4. The Permittee shall keep the records in the format and for the duration as specified in §63.6660 for engines C202, C203, C204, C206 and C207.

V. Requirements of Consent Decree Case No. 2:08-CV-00167-TS-PMV

A. Applicability

This source is subject to certain requirements of Consent Decree Case No. 2:08-CV-00167-TS-PMV (Consent Decree), filed and effective on July 3, 2012 and terminated on June 4, 2014. The Permittee shall comply with all applicable provisions of the Consent Decree as described in the Termination Clause, notwithstanding the conditions in this draft permit. The Consent Decree in its entirety has been included in Appendix A. The requirements for Wonsits Valley that survive termination are found in paragraphs 17, 19, 20 and 23.[1]

B. Requirements for the Glycol Dehydrator

[Consent Decree Case No. 2:08-CV-00167-TS-PMV, Paragraphs 17]

1. Requirements of Consent Decree Case No. 2:08-CV-00167-TS-PMV, Paragraph 17

   (a) The flare installed pursuant to Paragraph 15 of the Consent Decree shall achieve a 95% by weight or greater reduction of volatile organic compound (VOC) emissions for the glycol dehydrator process vent stream at all times except during periods of time when the pilot flame at the flare is off, the Permittee shall re-light the pilot flame or route emissions from the glycol dehydrator process vent stream to a back-up combustor as expeditiously as practicable. The back-up combustor shall achieve a 95% by weight or greater reduction of VOC emissions from the glycol dehydrator process vent stream when in use as determined by the pilot flame on the combustor being on when in use. The time during which the glycol dehydrator is operated without either: (1) a flare with the pilot flame on; or (2) the back-up combustor with its pilot flame on shall not exceed 140 hours.[2] Nothing in Paragraph 17 of the Consent Decree shall affect the Permittee's obligation to meet the applicable requirements of 40 CFR part 63.

   (b) Compliance with 40 CFR 63.11(b), and with the associated monitoring and recordkeeping required in 40 CFR 63.773(d)(3)(i)(C), 63.774(b) and 63.774(e) shall be sufficient to determine compliance with the 95% VOC reduction requirement of Paragraph 17 of the Consent Decree.

C. Requirements for the Condensate Storage Tank

[Consent Decree Case No. 2:08-CV-00167-TS-PMV, Paragraphs 19, 20]

1. Requirements of Consent Decree Case No. 2:08-CV-00167-TS-PMV, Paragraph 19

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[1] According to EPA records, the Permittee demonstrated compliance with the initial control and monitoring device installation and performance testing requirements of the Consent Decree prior to the effective date of this permit.

[2] The 140 hours are measured on a calendar year basis. Note that 40 CFR part 63 does not permit *any* operation of the glycol dehydrator (D-1) without the use of a control device. Therefore, the effect of the 140 hours provision of the Consent Decree is to limit the period during which the backup combustor may have its pilot light off, and because of the part 63 requirements, the backup combustor may only have the pilot light off if the primary combustor is in operation. That is, at all times the dehydrator is operational, the process stream must be routed to one of the two combustors, and the combustor to which the process stream is routed must be functioning.

(a) The Permittee shall, within 30 days of the Effective Date of the Consent Decree, connect the condensate storage tank, identified as T-1 in this permit, to an existing or new combustor at the facility.

Note to Permittee: The EPA has determined that the requirements of Section V.C.1.a. of this permit have been satisfied. This section has been retained because the provision of the terminated CD was stated to live on in perpetuity.

(b) The Permittee shall, within 60 days of the Effective Date of the Consent Decree, certify to the EPA that the design of the conveyance systems from the condensate storage tank to the combustor does not, under normal operating conditions, cause or contribute to a release of VOCs from the condensate storage tank through thief hatches or pressure relief valves.

Note to Permittee: The EPA has determined that the requirements of Section V.C.1.b. of this permit have been satisfied. This section has been retained because the provision of the terminated CD was stated to live on in perpetuity.

(c) The Permittee shall equip the combustor with thermocouples (or other heat sensing monitoring devices) to continuously monitor the presence of a pilot flame.

2. Requirements of Consent Decree Case No. 2:08-CV-00167-TS-PMV, Paragraph 20

(a) The Permittee shall monitor and record the presence of a pilot flame with a continuous recording device, such as a chart recorder or similar device.

D. Requirements for RICE

[Consent Decree Case No. 2:08-CV-00167-TS-PMV, Paragraph 23]

1. Requirements of Consent Decree Case No. 2:08-CV-00167-TS-PMV, Paragraph 23

For RICE a site rating of 500 hp or greater operated at the facility, identified as engines C202, C203, C204, C206 and C207, the Permittee shall comply with the requirements specified below:

(a) Emissions Control:

(i) The Permittee has installed and is operating an oxidation catalyst control device on each lean burn RICE. The four existing lean burn RICE at Wonsits Valley, identified as C202, C203, C204 and C207, shall not exceed 1.0 gram per horsepower hour (g/hp-hr) for NO_X (nitrogen oxides) and 1.0 g/hp-hr for CO (carbon monoxide) and C206 shall not exceed 1.3 g/hp-hr for NO_X and 1.0 g/hp-hr for CO in this permit.

(b) Emissions Controls Maintenance:

Any oxygen sensors in use shall be replaced within 2,000 hours of engine run time.

(c) Performance Testing for NO_X and CO:

(i) Not later than 180 days after the Effective Date of the Consent Decree, the Permittee shall conduct initial performance tests for NO_X and CO emissions, on each RICE, using the test protocol selected from the list in paragraph iv below.

Note to Permittee: The EPA has determined that the requirements of Section V.D.1.c.i. of this permit have been satisfied. This section has been retained because the provision of the terminated CD was stated to live on in perpetuity.

(ii) The Permittee shall retest each reciprocating internal combustion engine semi-annually using the test protocol developed from the test methods specified above. The Permittee shall submit to the EPA the test results for NO_X and CO with the respective semiannual report required in Section VI.B.1. of this permit that corresponds with the reporting period within which the test was conducted.

(iii) Performance tests must be conducted at any load condition within plus or minus 10 % of 100 % load unless the reciprocating internal combustion engine cannot achieve plus or minus 10 % of 100 % load at the time of the test. Under such circumstances, the reciprocating internal combustion engine shall be tested at maximum achievable load, and the differential pressure across the catalyst shall be monitored and shall be maintained consistent with operating limitations in 40 CFR part 63, subpart ZZZZ. If the reciprocating internal combustion engine load is increased by 20 % or greater averaged over a 30-day period commencing within 60 days of the last test, then the reciprocating internal combustion engine shall be re-tested at the newly achievable maximum load and the corresponding differential pressure established. For the purposes of this provision regarding engine load during and after performance testing, the Permittee shall monitor and record load at each engine.

(iv) The Permittee shall select among the following test methods: 40 CFR part 60, appendix A, Method 1 or 1A - Sampling port location and number of traverse points; 40 CFR part 60, appendix A, Method 3, 3A or 3B - O_2 (oxygen) concentration at inlet and outlet; 40 CFR part 60, appendix A, Method 4 - Moisture Content; 40 CFR part 60, appendix A, Method 7E – Determination of nitrogen oxides emissions; or 40 CFR part 60, appendix A, Method 10 – Determination of carbon monoxide emissions.

[Explanatory note: According to information provided by the Permittee, the engines currently operating as of the issuance of this Part 71 Permit, identified as engines C202, C203, C204, C206 and C207 do not use oxygen sensors. Requirements 1.(b) is included from the Consent Decree Case No. 2:08-CV-00167-TS-PMV, Paragraph 23, to accommodate any allowed off-permit change(s) to install oxygen sensors on any of the engines.]

VI. Facility-Wide Requirements [40 CFR 71.6(a)(1)]

Conditions in this section of this permit apply to all emissions units located at the source, including any units not specifically listed in Table 2 of the Facility Emission Points section of this permit.

A. Recordkeeping Requirements [40 CFR 71.6(a)(3)(ii)]

The Permittee shall comply with the following generally applicable recordkeeping requirements:

1. If the Permittee determines that his or her stationary source that emits (or has the potential to emit, without considering controls) one or more hazardous air pollutants (HAPs) is not subject to a relevant standard or other requirement established under 40 CFR part 63, the Permittee shall keep a record of the applicability determination on site at the source for a period of 5 years after the determination, or until the source changes its operations to become an affected source, whichever comes first. The record of the applicability determination shall include an analysis (or other information) that demonstrates why the Permittee believes the source is unaffected (e.g., because the source is an area source). [40 CFR 63.10(b)(3)]

2. Records shall be kept of off permit changes, as required by the Off Permit Changes section (VII.O.) of this permit.

B. Reporting Requirements [40 CFR 71.6(a)(3)(iii)]

1. The Permittee shall submit to the EPA all reports of any required monitoring under this permit semiannually. The first report has already been submitted for this facility. Reports shall be submitted semi-annually, by January 31st and July 31st of each year. The report due on January 31st shall cover the 6-month period ending on the last day of December before the report is due. The report due on July 31st shall cover the 6-month period ending on the last day of June before the report is due. All instances of deviations from permit requirements shall be clearly identified in such reports. All required reports shall be certified by a responsible official consistent with the Submissions section of this permit.

[Explanatory note: To help Part 71 Permittees meet reporting responsibilities, the EPA has developed a form "SIXMON" for 6-month monitoring reports. The form may be found on the EPA's website at: https://www.epa.gov/title-v-operating-permits/epa-issued-operating-permits]

2. "Deviation" means any situation in which an emissions unit fails to meet a permit term or condition. A deviation is not always a violation. A deviation can be determined by observation or through review of data obtained from any testing, monitoring, or recordkeeping established in accordance with §71.6(a)(3)(i) and (a)(3)(ii). For a situation lasting more than 24 hours which constitutes a deviation, each 24-hour period is considered a separate deviation. Included in the meaning of deviation are any of the following:

   (a) A situation where emissions exceed an emission limitation or standard;

   (b) A situation where process or emissions control device parameter values indicate that an emission limitation or standard has not been met; or

   (c) A situation in which observations or data collected demonstrate noncompliance with an emission limitation or standard or any work practice or operating condition required by the permit.

3. The Permittee shall promptly report to the EPA deviations from permit requirements, including those attributable to upset conditions as defined in this permit, the probable cause of such deviations, and any corrective actions or preventive measures taken. "Prompt" is defined as follows:

(a) Any definition of "prompt" or a specific time frame for reporting deviations provided in an underlying applicable requirement as identified in this permit.

(b) Where the underlying applicable requirement fails to address the time frame for reporting deviations, reports of deviations will be submitted based on the following schedule:

(i) For emissions of a HAP or a toxic air pollutant (as identified in the applicable regulation) that continue for more than an hour in excess of permit requirements, the report shall be made within 24 hours of the occurrence.
(ii) For emissions of any regulated air pollutant, excluding a HAP or a toxic air pollutant that continues for more than 2 hours in excess of permit requirements, the report shall be made within 48 hours.
(iii) For all other deviations from permit requirements, the report shall be submitted with the semi-annual monitoring report.

(c) If any of the conditions in (i) or (ii) of paragraph (b) above are met, the Permittee shall notify the EPA by telephone (1-800-227-6312), facsimile (303-312-6409), or by email to r8airreportenforcement@epa.gov based on the timetables listed above. *[Notification shall specify that this notification is a deviation report for a Part 71 permit]*. A written notice, certified consistent with the Submissions section of this permit shall be submitted within ten working days of the occurrence. All deviations reported under this section shall also be identified in the 6-month report required under Condition 1 in this section of this permit.

[Explanatory note: To help Part 71 Permittees meet reporting responsibilities, the EPA has developed a form "PDR" for prompt deviation reporting. The form may be found on the EPA's website at: https://www.epa.gov/title-v-operating-permits/epa-issued-operating-permits]

VII. General Provisions

A. Annual Fee Payment [40 CFR 71.9]

1. The Permittee shall pay an annual permit fee in accordance with the procedures outlined below.

2. The Permittee shall pay the annual permit fee each year no later than April 1st. The fee shall cover the previous calendar year.

3. The fee payment shall be in United States currency and shall be paid by money order, bank draft, certified check, corporate check, or electronic funds transfer payable to the order of the U.S. Environmental Protection Agency.

4. The Permittee shall send fee payment and a completed fee filing form to:

For regular U.S. Postal Service mail (FedEx, Airborne, DHL, and UPS)	**For non-U.S. Postal Service express mail**
U.S. Environmental Protection Agency FOIA and Miscellaneous Payments	U.S. Bank Government Lockbox 979078

Cincinnati Finance Center	U.S. EPA FOIA & Misc. Payments
P.O. Box 979078	1005 Convention Plaza SL-MO-C2-GL
St. Louis, Missouri 63197-9000	St. Louis, Missouri 63101

5. The Permittee shall send an updated fee calculation worksheet form and a photocopy of each fee payment check (or other confirmation of actual fee paid) submitted annually by the same deadline as required for fee payment to the address listed in the Submissions section of this permit.

[Explanatory note: The fee filing form "FF" and the fee calculation worksheet form "FEE" may be found on the EPA's website at: https://www.epa.gov/title-v-operating-permits/epa-issued-operating-permits*]*

6. Basis for calculating annual fee:

   (a) The annual emissions fee shall be calculated by multiplying the total tons of actual emissions of all "regulated pollutants (for fee calculation)" emitted from the source by the presumptive emissions fee (in dollars per ton) in effect at the time of calculation.

      (i) "Actual emissions" means the actual rate of emissions in tpy of any regulated pollutant (for fee calculation) emitted from a Part 71 source over the preceding calendar year. Actual emissions shall be calculated using each emissions unit's actual operating hours, production rates, in-place control equipment, and types of materials processed, stored, or combusted during the preceding calendar year.
      (ii) Actual emissions shall be computed using methods required by the permit for determining compliance, such as monitoring or source testing data.
      (iii) If actual emissions cannot be determined using the compliance methods in the permit, the Permittee shall use other federally recognized procedures.

[Explanatory note: The presumptive fee amount is revised each calendar year to account for inflation, and it is available from the EPA prior to the start of each calendar year.]

   (b) The annual emissions fee shall be increased by a GHG fee adjustment for any source that has initiated an activity listed in table at §71.9(c)(8) since the fee was last paid. The GHG fee adjustment shall be equal to the set fee provided in the table at §71.9(c)(8) for each activity that has been initiated since the fee was last paid.

   (c) The Permittee shall exclude the following emissions from the calculation of fees:

      (i) The amount of actual emissions of each regulated pollutant (for fee calculation) that the source emits in excess of 4,000 tpy;
      (ii) Actual emissions of any regulated pollutant (for fee calculation) already included in the fee calculation; and
      (iii) The quantity of actual emissions (for fee calculation) of insignificant activities [defined in 40 CFR 71.5(c)(11)(i)] or of insignificant emissions levels from emissions at the source identified in the Permittee's application pursuant to 40 CFR 71.5(c)(11)(ii).

7. Fee calculation worksheets shall be certified as to truth, accuracy, and completeness by a

responsible official.

[Explanatory note: The fee calculation worksheet form already incorporates a section to help you meet this responsibility.]

8. The Permittee shall retain fee calculation worksheets and other emissions-related data used to determine fee payment for 5 years following submittal of fee payment. [Emission-related data include, for example, emissions-related forms provided by the EPA and used by the Permittee for fee calculation purposes, emissions-related spreadsheets, and emissions-related data, such as records of emissions monitoring data and related support information required to be kept in accordance with 40 CFR 71.6(a)(3)(ii).]

9. Failure of the Permittee to pay fees in a timely manner shall subject the Permittee to assessment of penalties and interest in accordance with 40 CFR 71.9(l).

10. When notified by the EPA of underpayment of fees, the Permittee shall remit full payment within 30 days of receipt of notification.

11. A Permittee who thinks an EPA-assessed fee is in error and who wishes to challenge such fee, shall provide a written explanation of the alleged error to the EPA along with full payment of the EPA assessed fee.

B. Annual Emissions Inventory [40 CFR 71.9(h)(1) and (2)]

1. The Permittee shall submit an annual emissions report of its actual emissions for both criteria pollutants and regulated HAPs for this source for the preceding calendar year for fee assessment purposes. The annual emissions report shall be certified by a responsible official and shall be submitted each year to the EPA by April 1st.

2. The annual emissions report shall be submitted to the EPA at the address listed in the Submissions section of this permit.

[Explanatory note: An annual emissions report, required at the same time as the fee calculation worksheet by 40 CFR 71.9(h), has been incorporated into the fee calculation worksheet form as a convenience.]

C. Compliance Requirements [40 CFR 71.6(a)(6), Section 113(a) and 113(e)(1) of the CAA, and 40 CFR 51.212, 52.12, 52.33, 60.11(g), 61.12]

1. Compliance with the Permit

   (a) The Permittee must comply with all conditions of this Part 71 permit. Any permit noncompliance constitutes a violation of the CAA and is grounds for enforcement action;

   (b) For permit termination, revocation and reissuance, or modification; or for denial of a permit renewal application.

   (c) It shall not be a defense for a Permittee in an enforcement action that it would have been necessary to halt or reduce the permitted activity in order to maintain compliance with the

conditions of this permit.

(d) For the purpose of submitting compliance certifications in accordance with §71.6(c)(5), or establishing whether or not a person has violated or is in violation of any requirement of this permit, nothing shall preclude the use, including the exclusive use, of any credible evidence or information, relevant to whether a source would have been in compliance with applicable requirements if the appropriate performance or compliance test or procedure had been performed.

2. Compliance Schedule [40 CFR 71.5(c)(8)(iii)]

(a) For applicable requirements with which the source is in compliance, the source will continue to comply with such requirements.

(b) For applicable requirements that will become effective during the permit term, the source shall meet such requirements on a timely basis.

3. Compliance Certifications [40 CFR 71.6(c)(5)]

(a) The Permittee shall submit to the EPA a certification of compliance with permit terms and conditions, including emission limitations, standards, or work practices annually by January 31st, and shall cover the same 12-month period as the two consecutive semi-annual monitoring reports.

[Explanatory note: To help Part 71 Permittees meet reporting responsibilities, the EPA has developed a reporting form for annual compliance certifications. The form may be found on the EPA's website at: https://www.epa.gov/title-v-operating-permits/epa-issued-operating-permits *]*

(b) The compliance certification shall be certified as to truth, accuracy, and completeness by a responsible official consistent with 40 CFR 71.5(d).

(c) The certification shall include the following:

(i) Identification of each permit term or condition that is the basis of the certification;
(ii) The identification of the method(s) or other means used for determining the compliance status of each term and condition during the certification period, and whether such methods or other means provide continuous or intermittent data. Such methods and other means shall include, at a minimum, the methods and means required in this permit. If necessary, the Permittee also shall identify any other material information that must be included in the certification to comply with Section 113(c)(2) of the CAA, which prohibits knowingly making a false certification or omitting material information;
(iii) The status of compliance with each term and condition of the permit for the period covered by the certification based on the method or means designated in (ii) above. The certification shall identify each deviation and take it into account in the compliance certification;
(iv) Such other facts as the EPA may require to determine the compliance status of the source; and
(v) Whether compliance with each permit term was continuous or intermittent.

D. Duty to Provide and Supplement Information [40 CFR 71.6(a)(6)(v), 71.5(a)(3), and 71.5(b)]

1. The Permittee shall furnish to the EPA, within a reasonable time, any information that the EPA may request in writing to determine whether cause exists for modifying, revoking, and reissuing, or terminating the permit, or to determine compliance with the permit. Upon request, the Permittee shall also furnish to the EPA copies of records that are required to be kept pursuant to the terms of the permit, including information claimed to be confidential. Information claimed to be confidential must be accompanied by a claim of confidentiality according to the provisions of 40 CFR part 2, subpart B.

2. The Permittee, upon becoming aware that any relevant facts were omitted or incorrect information was submitted in the permit application, shall promptly submit such supplementary facts or corrected information. In addition, a Permittee shall provide additional information as necessary to address any requirements that become applicable after the date a complete application is filed, but prior to release of a draft permit.

E. Submissions [40 CFR 71.5(d), 71.6(c)(1) and 71.9(h)(2)]

1. Any document (application form, report, compliance certification, etc.) required to be submitted under this permit shall be certified by a responsible official as to truth, accuracy, and completeness. Such certifications shall state that based on information and belief formed after reasonable inquiry, the statements and information in the document are true, accurate, and complete.

[Explanatory note: the EPA has developed a reporting form "CTAC" for certifying truth, accuracy and completeness of Part 71 submissions. The form may be found on the EPA's website at: https://www.epa.gov/title-v-operating-permits/epa-issued-operating-permits*]*

All fee calculation worksheets and applications for renewals and permit modifications shall be submitted to:

Part 71 Permit Contact, Air Permitting and Monitoring Branch, 8ARD-PM
U.S. Environmental Protection Agency, Region 8
1595 Wynkoop Street
Denver, Colorado 80202-1129

2. Except where otherwise specified, all reports, test data, monitoring data, notifications, and compliance certifications shall be submitted to:

Branch Chief, Air and Toxics Enforcement Branch, 8ENF-AT
Enforcement and Compliance Assurance Division
U.S. Environmental Protection Agency, Region 8
1595 Wynkoop Street
Denver, Colorado 80202-1129

F. Severability Clause [40 CFR 71.6(a)(5)]

The provisions of this permit are severable, and in the event of any challenge to any portion of this permit, or if any portion is held invalid, the remaining permit conditions shall remain valid and in force.

G. Permit Actions [40 CFR 71.6(a)(6)(iii)]

This permit may be modified, revoked, reopened, and reissued, or terminated for cause. The filing of a request by the Permittee for a permit modification, revocation and reissuance, or termination, or of a notification of planned changes or anticipated noncompliance does not stay any permit condition.

H. Administrative Permit Amendments [40 CFR 71.7(d)]

The Permittee may request the use of administrative permit amendment procedures for a permit revision that:

1. Corrects typographical errors;

2. Identifies a change in the name, address, or phone number of any person identified in the permit, or provides a similar minor administrative change at the source;

3. Requires more frequent monitoring or reporting by the Permittee;

4. Allows for a change in ownership or operational control of a source where the EPA determines that no other change in the permit is necessary, provided that a written agreement containing a specific date for transfer of permit responsibility, coverage, and liability between the current and new Permittee has been submitted to the EPA;

5. Incorporates into the Part 71 permit the requirements from preconstruction review permits authorized under an EPA-approved program, provided that such a program meets procedural requirements substantially equivalent to the requirements of 40 CFR 71.7 and 71.8 that would be applicable to the change if it were subject to review as a permit modification, and compliance requirements substantially equivalent to those contained in 40 CFR 71.6; or

6. Incorporates any other type of change which the EPA has determined to be similar to those listed in (1) through (5) above.

[Note to Permittee: If 1 through 5 above do not apply, please contact the EPA for a determination of similarity prior to submitting your request for an administrative permit amendment under this provision.]

I. Minor Permit Modifications [40 CFR 71.7(e)(1)]

1. The Permittee may request the use of minor permit modification procedures only for those modifications that:

    (a) Do not violate any applicable requirement;

    (b) Do not involve significant changes to existing monitoring, reporting or recordkeeping requirements in the permit;

(c) Do not require or change a case-by-case determination of an emission limitation or other standard, or a source-specific determination for temporary sources of ambient impacts, or a visibility or increment analysis;

(d) Do not seek to establish or change a permit term or condition for which there is no corresponding underlying applicable requirement and that the source has assumed to avoid an applicable requirement to which the source would otherwise be subject. Such terms and conditions include:

(i) A federally enforceable emissions cap assumed to avoid classification as a modification under any provision of Title I; and
(ii) An alternative emissions limit approved pursuant to regulations promulgated under Section 112(i)(5) of the CAA;

(e) Are not modifications under any provision of Title I of the CAA; and

(f) Are not required to be processed as a significant modification.

2. Notwithstanding the list of changes ineligible for minor permit modification procedures in 1 above, minor permit modification procedures may be used for permit modifications involving the use of economic incentives, marketable permits, emissions trading, and other similar approaches, to the extent that such minor permit modification procedures are explicitly provided for in an applicable implementation plan or in applicable requirements promulgated by the EPA.

3. An application requesting the use of minor permit modification procedures shall meet the requirements of 40 CFR 71.5(c) and shall include the following:

(a) A description of the change, the emissions resulting from the change, and any new applicable requirements that will apply if the change occurs;

(b) The source's suggested draft permit;

(c) Certification by a responsible official, consistent with 40 CFR 71.5(d), that the proposed modification meets the criteria for use of minor permit modification procedures and a request that such procedures be used; and

(d) Completed forms for the permitting authority to use to notify affected states as required under 40 CFR 71.8.

4. The source may make the change proposed in its minor permit modification application immediately after it files such application. After the source makes the change allowed by the preceding sentence, and until the permitting authority takes any of the actions authorized by 40 CFR 71.7(e)(1)(iv)(A) through (C), the source must comply with both the applicable requirements governing the change and the proposed permit terms and conditions. During this time period, the source need not comply with the existing permit terms and conditions it seeks to modify. However, if the source fails to comply with its proposed permit terms and conditions during this time period, the existing permit terms and conditions it seeks to modify may be enforced against it.

5. The permit shield under 40 CFR 71.6(f) may not extend to minor permit modifications.

J. Significant Permit Modifications [40 CFR 71.7(e)(3), 71.8(d), and 71.5(a)(2)]

1. The Permittee must request the use of significant permit modification procedures for those modifications that:

   (a) Do not qualify as minor permit modifications or as administrative amendments;

   (b) Are significant changes in existing monitoring permit terms or conditions; or

   (c) Are relaxations of reporting or recordkeeping permit terms or conditions.

2. Nothing herein shall be construed to preclude the Permittee from making changes consistent with Part 71 that would render existing permit compliance terms and conditions irrelevant.

3. Permittees must meet all requirements of Part 71 for applications, public participation, and review by affected states and tribes for significant permit modifications. For the application to be determined complete, the Permittee must supply all information that is required by 40 CFR 71.5(c) for permit issuance and renewal, but only that information that is related to the proposed change.

K. Reopening for Cause [40 CFR 71.7(f)]

The permit may be reopened and revised prior to expiration under any of the following circumstances:

1. Additional applicable requirements under the CAA become applicable to a major Part 71 source with a remaining permit term of three or more years. Such a reopening shall be completed no later than 18 months after promulgation of the applicable requirement. No such reopening is required if the effective date of the requirement is later than the date on which the permit is due to expire, unless the original permit or any of its terms and conditions have been extended pursuant to 40 CFR 71.7(c)(3);

2. Additional requirements (including excess emissions requirements) become applicable to an affected source under the acid rain program. Upon approval by the Administrator, excess emissions offset plans shall be deemed to be incorporated into the permit;

3. The EPA determines that the permit contains a material mistake or that inaccurate statements were made in establishing the emissions standards or other terms or conditions of the permit; or
4. The EPA determines that the permit must be revised or revoked to assure compliance with the applicable requirements.

L. Property Rights [40 CFR 71.6(a)(6)(iv)]

This permit does not convey any property rights of any sort, or any exclusive privilege.

M. Inspection and Entry [40 CFR 71.6(c)(2)]

1. Upon presentation of credentials and other documents as may be required by law, the Permittee

shall allow the EPA or an authorized representative to perform the following:

(a) Enter upon the Permittee's premises where a Part 71 source is located or emissions-related activity is conducted, or where records must be kept under the conditions of the permit;

(b) Have access to and copy, at reasonable times, any records that must be kept under the conditions of the permit;

(c) Inspect at reasonable times any facilities, equipment (including monitoring and air pollution control equipment), practices, or operations regulated or required under the permit; and

(d) As authorized by the CAA, sample or monitor at reasonable times substances or parameters for the purpose of assuring compliance with the permit or applicable requirements.

N. Transfer of Ownership or Operation [40 CFR 71.7(d)(1)(iv)]

A change in ownership or operational control of this source may be treated as an administrative permit amendment if the EPA determines no other change in this permit is necessary and provided that a written agreement containing a specific date for transfer of permit responsibility, coverage, and liability between the current and new Permittee has been submitted to the EPA.

O. Off Permit Changes [40 CFR 71.6(a)(12) and 40 CFR 71.6(a)(3)(ii)]

The Permittee is allowed to make certain changes without a permit revision, provided that the following requirements are met, and that all records required by this section are kept for a period of five (5) years:

1. Each change is not addressed or prohibited by this permit;

2. Each change shall meet with all applicable requirements and shall not violate any existing permit term or condition;

3. Changes under this provision may not include changes subject to any requirement of 40 CFR parts 72 through 78 or modifications under any provision of Title I of the CAA;

4. The Permittee must provide contemporaneous written notice to the EPA of each change, except for changes that qualify as insignificant activities under 40 CFR 71.5(c)(11). The written notice must describe each change, the date of the change, any change in emissions, pollutants emitted, and any applicable requirements that would apply as a result of the change;

5. The permit shield does not apply to changes made under this provision;

6. The Permittee must keep a record describing all changes that result in emissions of any regulated air pollutant subject to any applicable requirement not otherwise regulated under this permit, and the emissions resulting from those changes;

7. The notice shall be kept on site and made available to the EPA on request, in accordance with the

general recordkeeping provision of this permit; and

8. Submittal of the written notice required above shall not constitute a waiver, exemption, or shield from applicability of any applicable standard or PSD permitting requirements under 40 CFR 52.21 that would be triggered by the change.

P. Permit Expiration and Renewal [40 CFR 71.5(a)(1)(iii), 71.5(a)(2), 71.5(c)(5), 71.6(a)(11), 71.7(b), 71.7(c)(1), and 71.7(c)(3)]

1. This permit shall expire upon the earlier occurrence of the following events:

   (a) Five years elapse from the date of issuance; or

   (b) The source is issued a Part 70 or Part 71 permit under an EPA-approved or delegated permit program.

2. Expiration of this permit terminates the Permittee's right to operate unless a timely and complete permit renewal application has been submitted at least 6 months but not more than 18 months prior to the date of expiration of this permit.

3. If the Permittee submits a timely and complete permit application for renewal, consistent with 40 CFR 71.5(a)(2), but the EPA has failed to issue or deny the renewal permit, then all the terms and conditions of the permit, including any permit shield granted pursuant to 40 CFR 71.6(f) shall remain in effect until the renewal permit has been issued or denied.

4. The Permittee's failure to have a Part 71 permit is not a violation of this part until the EPA takes final action on the permit renewal application. This protection shall cease to apply if, subsequent to the completeness determination, the Permittee fails to submit any additional information identified as being needed to process the application by the deadline specified in writing by the EPA.

5. Renewal of this permit is subject to the same procedural requirements that apply to initial permit issuance, including those for public participation, affected state, and tribal review.

6. The application for renewal shall include the current permit number, description of permit revisions and off permit changes that occurred during the permit term, any applicable requirements that were promulgated and not incorporated into the permit during the permit term, and other information required by the application form.

Appendix A – Consent Decree Case No. 2:08-CV-00167-TS-PMV

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF UTAH, CENTRAL DIVISION

UNITED STATES OF AMERICA,

Plaintiff,

UTE INDIAN TRIBE OF THE UINTAH AND OURAY RESERVATION, FRANCES M. POOWEGUP, IRENE C. CUCH, PHILLIP CHIMBURAS, and RON WOPSOCK,

Plaintiffs-Intervenors

QUESTAR GAS MANAGEMENT COMPANY,

Defendant.

CONSENT DECREE

Case No. 2:08-CV-00167-TS-PMW

District Judge TED STEWART

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WHEREAS, Plaintiff United States of America, (the "United States") on behalf of the United States Environmental Protection Agency ("EPA"), filed a complaint in this action on February 29, 2008, alleging that Defendant QEP Field Services Company ("QEPFS"), formerly known as Questar Gas Management Company, violated Section 112 of the Clean Air Act ("Act"), 42 U.S.C. § 7412, Part C, Title 1 of the Act, 42 U.S.C. §§ 7470-7479, and Title V of the Act, 42 U.S.C. §§ 7661-7661f, at its Coyote Wash, Chapita, Island, Wonsits Valley, and River Bend compressor stations (the "Facilities").

WHEREAS, EPA administers the Act's programs for National Emission Standards for Hazardous Air Pollutants ("NESHAP"), Prevention of Significant Deterioration ("PSD"), and federal operating permits under Title V of the Act with respect to the Facilities located on Indian country land in Utah.

WHEREAS, the Complaint alleges, inter alia, QEPFS's Coyote Wash, Chapita, Island, Wonsits Valley, and River Bend compressor stations are all major sources of HAP emissions under Section 112(a)(1) of the Act, 42 U.S.C. § 7412(a)(1), are subject to HH requirements pursuant to 40 C.F.R. §§ 63.760(b)(1) & 63.765(a), and that QEPFS failed to comply with numerous HH requirements concerning the Facilities.

WHEREAS, the Complaint alleges, inter alia, QEPFS's Coyote Wash, Chapita, Island, Wonsits Valley, and River Bend compressor stations are major sources of HAP emissions, their RICE units are subject to ZZZZ regulations pursuant to 40 C.F.R. § 63.6590(a), and QEPFS failed to comply with numerous ZZZZ requirements regarding the Facilities.

WHEREAS, the Complaint alleges, inter alia, QEPFS's Coyote Wash, Chapita, Island, Wonsits Valley, and River Bend compressor stations are each a "major emitting facility" as

defined by Section 169(1) of the Act, 42 U.S.C. § 7479(1), a "major stationary source" as defined by 40 C.F.R. § 52.21(b)(1)(i)(b), and that QEPFS failed to comply with permit requirements concerning the facilities pursuant to Section 165(a) of the Act, 42 U.S.C. § 7475(a), and 40 C.F.R. §§ 52.21(a)(2)(iii), and (j) - (q) (2007).

WHEREAS, the Complaint alleges, inter alia, QEPFS's Coyote Wash, Chapita, Island, Wonsits Valley, and River Bend compressor stations are each a "Part 71 Source" within the meaning of 40 C.F.R. §§ 71.1 and 71.3, subject to the Title V operating permit program set forth in Title V of the Act at 42 U.S.C. § 7661 - 7661f, and that QEPFS failed to file applications for Part 71 federal operating permits within 12 months after the Chapita and Island Facilities became Part 71 sources and failed to comply with numerous 40 C.F.R. § 71.9 requirements concerning the facilities.

WHEREAS, on October 7, 2010, the Court granted the motion to intervene of Frances M. Poowegup, Irene C. Cuch, Phillip Chimburas, Curtis Cesspooch, and Richard Jenks, Jr., on May 15, 2012 granted the motion to intervene of Ron Wopsock, and on May 15, 2012 granted the motion to dismiss the claims of Curtis Cesspooch and Richard Jenks, Jr., with prejudice.

WHEREAS, Defendant QEPFS has denied and continues to deny the allegations in the Complaint and Complaint-in-Intervention and maintains that it has been and remains in compliance with the Act, is not liable for civil penalties or injunctive relief, and that it is agreeing to the obligations imposed by this Consent Decree solely to avoid further costs and uncertainty of litigation.

WHEREAS, the United States, QEPFS, and Plaintiff-Intervenors recognize, and the Court by entering this Consent Decree finds, that this Consent Decree has been negotiated by the

Parties in good faith and will avoid litigation between the Parties and that this Consent Decree is fair, reasonable, and in the public interest.

NOW, THEREFORE, before the taking of any testimony, without the adjudication or admission of any issue of fact or law except as provided in Section I, and with the consent of the Parties, IT IS HEREBY ADJUDGED, ORDERED, AND DECREED as follows:

I. JURISDICTION AND VENUE

1. This Court has jurisdiction over the subject matter of this action, pursuant to 28 U.S.C. §§ 1331, 1345, and 1355, and Section 113(b) of the Act, 42 U.S.C. § 7413(b), and over the Parties. Venue lies in this District pursuant to Section 113(b) of the Act, 42 U.S.C. § 7413(b), and 28 U.S.C. § 1391(c) and 1395(a), because the violations alleged in the Complaint are alleged to have occurred in, and Defendant conducts business in, this judicial district. For purposes of this Decree, or any action to enforce this Decree, Defendant consents to the Court=s jurisdiction over this Decree and any such action and over Defendant and consents to venue in this judicial district.

2. For purposes of this Consent Decree, Defendant agrees that the Complaint states claims upon which relief may be granted pursuant to Section(s) 112 of the Clean Air Act ("Act"), 42 U.S.C. § 7412; Part C, Title 1 of the Act, 42 U.S.C. §§ 7470-7479; and Title V of the Act, 42 U.S.C. §§ 7661-7661f.

II. APPLICABILITY

3. The obligations of this Consent Decree apply to and are binding upon the United States, Plaintiff-Intervenors, and Defendant, and upon any successors, assigns, or other entities or persons otherwise bound by law.

4. QEPFS will condition any transfer, in whole or in part, of ownership of, operation of, or other interest (exclusive of any non-controlling non-operational shareholder or security interest) in, any of the Facilities upon the execution by the transferee of a modification to the Consent Decree which makes the terms and conditions of the Consent Decree apply to such Facility applicable to the transferee. As soon as possible prior to the transfer, QEPFS shall notify the United States of the proposed transfer and of the specific Consent Decree provisions that the transferee is assuming. Within a reasonable time thereafter, QEPFS shall provide a certification from the transferee that the transferee has the financial and technical ability to assume the obligations and liabilities under this Consent Decree that are related to the transfer. By no later than sixty (60) days after the transferee executes a document agreeing to substitute itself for QEPFS for all terms and conditions of this Consent Decree that apply to the Facility that is being transferred, the United States, QEPFS, and the transferee shall jointly file with the Court a motion requesting the Court to substitute the transferee as the Defendant for those terms and conditions of this Consent Decree that apply to the Facility that is being transferred (if the United States concurs). If QEPFS does not secure the agreement of the United States to a Joint Motion within sixty (60) days, then QEPFS and the transferee may file a motion without the agreement of the United States. The United States thereafter may file an opposition to the motion. QEPFS will not be released from the obligations and liabilities of any provision of this Consent Decree unless and until the Court grants the motion substituting the transferee as the Defendant to those provisions.

5. Defendant shall provide a copy of this Consent Decree to all officers, employees, and agents whose duties include compliance with any provision of this Decree.

III. DEFINITIONS

6. Terms used in this Consent Decree that are defined in the Act or in regulations promulgated pursuant to the Act shall have the meanings assigned to them in the Act or such regulations, unless otherwise provided in this Decree. Whenever the terms set forth below are used in this Consent Decree, the following definitions shall apply:

a. "Complaint" shall mean the complaint filed by the United States in this action;

b. "Complaint in Intervention" shall mean the complaint, and amendments thereto, filed by the Plaintiff-Intervenors in this action;

c "Consent Decree" or "Decree" shall mean this Decree;

d. "Day" shall mean a calendar day unless expressly stated to be a business day. In computing any period of time under this Consent Decree, where the last day would fall on a Saturday, Sunday, or federal holiday, the period shall run until the close of business of the next business day;

e. "Defendant" shall mean QEP Field Services Company ("QEPFS"), successor by name change to Questar Gas Management Company;

f. "EPA" shall mean the United States Environmental Protection Agency and any of its successor departments or agencies;

g. "Effective Date" shall have the definition provided in Section XIV.

h. "Facilities" (or, individually, "Facility") shall mean Defendant's Coyote Wash, Chapita, Island, Wonsits Valley, and River Bend compressor stations in Uintah County, Utah. Provided, however, that references to the "Facilities" in Section V (Compliance Requirements) shall not include the River Bend Facility, as that Facility shall be closed in accordance with the terms of this Consent Decree.

i. "Paragraph" shall mean a portion of this Decree identified by an arabic numeral;

j. "Parties" shall mean the United States, Defendant, Plaintiff-Intervenors, and the Tribe (the latter of which is a party to this action and this Consent Decree to the limited extent that it was granted intervention under the Court's January 13, 2010 Order (Docket No. 142) solely for sovereign jurisdictional issues raised by the claims and defenses in this case, and also for the purpose of Paragraphs 27 and 77 hereof regarding creation by it of an entity to administer the Tribal Clean Air Trust Fund);

k. "Plaintiff-Intervenors" shall mean Frances M. Poowegup, Irene C. Cuch, Phillip Chimburas, and Ron Wopsock;

l. "Section" shall mean a portion of this Decree identified by a roman numeral;

m. "Tribe" shall mean the Ute Indian Tribe of the Uintah and Ouray Reservation; and

n. "United States" shall mean the United States of America, acting on behalf of EPA.

IV. CIVIL PENALTY

7. Not later than 30 Days after the Effective Date of this Consent Decree, Defendant shall pay the sum of $3,650,000 to the United States as a civil penalty, together with interest accruing thirty (30) days after the Effective Date, if the Civil Penalty is not timely paid at the rate specified in 28 U.S.C. § 1961 as of the date of lodging.

8. Defendant shall pay the civil penalty due by FedWire Electronic Funds Transfer ("EFT") to the U.S. Department of Justice in accordance with written instructions to be timely provided to Defendant, following lodging of the Consent Decree, by the Financial Litigation Unit of the U.S. Attorney's Office for the District of Utah. At the time of payment, Defendant shall send a copy of the EFT authorization form and the EFT transaction record, together with a

transmittal letter, which shall state that the payment is for the civil penalty owed pursuant to the Consent Decree in United States v. Questar Gas Management Co., and shall reference the civil action number and DOJ case number 90-5-2-1-08432, to the United States in accordance with Section XIII of this Decree (Notices); by email to acctsreceivable.CINWD@epa.gov; and by mail to:

EPA Cincinnati Finance Office
26 Martin Luther King Drive
Cincinnati, Ohio 45268

9. Defendant shall not deduct any penalties paid under this Decree pursuant to this Section or Section VIII (Stipulated Penalties) in calculating its federal income tax.

V. COMPLIANCE REQUIREMENTS

A. River Bend Compressor Facility

10. Within 60 days of the effective date of this Consent Decree, QEPFS shall permanently shut-down the River Bend Compressor Facility by taking all equipment out of service and blind-flanging the inlet and outlet piping of the Facility, and withdrawing its March 2006 Part 71 permit application for the Facility.

B. Equipment Removal Requirements

11. Not later than the Effective Date of this Consent Decree, QEPFS shall remove the glycol dehydration unit reboilers from the Chapita and Coyote Wash Facilities.

12. Not later than 30 days after the Effective Date of this Consent Decree, QEPFS shall place its order for all equipment necessary to remove the TK-200 and TK-300 condensate storage tanks, as identified in QEPFS' October 2006, Title V permit application, from the Coyote Wash Facility. QEPFS shall physically remove such tanks not later than 120 days after receipt of such equipment.

13. Not later than 60 days after the Effective Date of this Consent Decree, QEPFS shall blind flange one rich burn engine from both the Island and Coyote Wash Compressor Facilities (leaving each facility with no more than one rich burn engine), so as to remove such engines from service. Not later than 90 days after the Effective Date of this Consent Decree, QEPFS shall move such engines to the adjacent yard or to another location off site.

14. Not later than 30 days after completing the requirements of Paragraphs 11 - 13 of this Consent Decree, QEPFS shall certify to EPA that it has completed such requirements and shall identify the dates each action was completed.

C. Dehydrator Requirements

15. The dehydrators located at the Wonsits Valley and Island Facilities are subject to "major source" standards under 40 C.F.R. Part 63, Subpart HH – NESHAPs for oil and natural gas facilities (hereinafter "Subpart HH"). To comply with the control device requirements of Subpart HH, Defendant shall install and operate, within 60 days of the Effective Date of this Consent Decree, flares connected to the existing dehydrators at the Wonsits Valley and Island Facilities pursuant to the requirements of 40 C.F.R. § 63.765(b)(1)(i). Pursuant to 40 C.F.R. § 63.771(d)(1)(iii), the flares shall be designed and operated in accordance with the requirements of 40 C.F.R. § 63.11(b). The initial notification requirements of 40 C.F.R. § 63.9(b)(4) shall be deemed satisfied on the Effective Date of this Consent Decree.se

16. After the installation of the flares required by Paragraph 15, QEPFS shall comply with all other initial compliance determination, notification, and reporting requirements in 40 C.F.R. Part 63, Subparts A and HH within the time set forth in the regulations. For purposes of the initial compliance determination, notification, and reporting requirements of 40 C.F.R. § 63.775(d), the "compliance date" shall be the Effective Date of this Consent Decree.

17. The flares installed pursuant to Paragraph 15 shall achieve a 95% by weight or greater reduction of VOC emissions from the dehydrator process vent stream at all times except as provided in Paragraph 17(b).

a. Compliance with 40 C.F.R. § 63.11(b), and with the associated monitoring and recordkeeping required in 40 C.F.R. §§ 63.773(d)(3)(i)(C) and 63.774(b) and (e), shall be sufficient to determine compliance with this 95% VOC reduction requirement of this Paragraph.

b. During periods of time when the pilot flame at the flares is off, QEPFS shall re-light the pilot flame or route emissions from the dehydrator process vent stream to a back-up combustor as expeditiously as practicable. The back-up combustors shall achieve a 95% by weight or greater reduction of VOC emissions from the dehydrator process vent stream when in use, determined by the pilot flame on the combustor being on when in use. The time period during which the glycol dehydrator is operated without either (1) a flare with the pilot flame on or (2) the back-up combustor with its pilot flame on shall not exceed 140 hours at the Wonsits Valley Facility and 500 hours at the Island Facility. Nothing in this Paragraph shall affect QEPFS's obligation to meet applicable requirements of 40 C.F.R. Part 63.

18. Not later than 90 days after the Effective Date of this Consent Decree, QEPFS shall certify to EPA that the actions required in Paragraph 15 have been completed and the date on which they were completed.

D. Condensate Tanks

19. QEPFS shall, within 30 days of the Effective Date of this Consent Decree, connect the condensate storage tanks at the Chapita (TO-1, TO-2), Island (TO-1, TO-2) and Wonsits Valley Facilities (T-1) to an existing or new combustor at those Facilities. Within 60 Days of the Effective Date of this Consent Decree, QEPFS shall certify to EPA that the design of

the conveyance systems from these condensate storage tanks to the combustors does not, under normal operating conditions, cause or contribute to a release of volatile organic compounds from the storage tanks through thief hatches or pressure relief valves. QEPFS shall equip the combustors with thermocouples (or other heat sensing monitoring devices) to continuously monitor the presence of the pilot flame. QEPFS shall comply with the provisions of this Paragraph at the Coyote Wash Compressor Station (TK-200 and TK-300) until the tanks are removed pursuant to Paragraph 12.

20. QEPFS shall monitor and record the presence of a pilot flame with a continuous recording device, such as a chart recorder or similar device.

21. Not later than 60 days after the Effective Date of this Consent Decree, QEPFS shall certify to EPA that the actions required in Paragraph 19 have been completed and identify the dates on which they were completed.

E. RICE Requirements

22. RICE with a site rating of 500 hp or greater at the Facilities are subject to 40 C.F.R. Part 63, Subpart ZZZZ-National Emission Standards for Hazardous Air Pollutants from Stationary Reciprocating Internal Combustion Engines (hereinafter "Subpart ZZZZ"). For purposes of Subpart ZZZZ compliance, the Facilities shall become existing affected major sources under Subpart ZZZZ as of the Effective Date of this Consent Decree. The initial notification requirements of 40 C.F.R. § 63.9(b), 40 C.F.R. § 63.6645, and any other initial notifications required by ZZZZ for all existing RICE at the Facilities, shall be deemed satisfied on the Effective Date of this Consent Decree. QEPFS shall thereafter comply with all other compliance demonstration, notification, and reporting requirements of 40 C.F.R. Part 63, Subparts A and ZZZZ by the date set forth in the regulations. For purposes of the testing and

initial compliance requirements in 40 C.F.R. § 63.6610 and the compliance reporting requirements in 40 C.F.R. § 63.6650(b), the "compliance date" and "start up" date shall be the Effective Date of this Consent Decree. Performance tests must be conducted at any load condition within plus or minus 10 percent of 100 percent load unless the engine cannot achieve plus or minus 10 percent of 100 percent load at the time of the test. Under such circumstances, the engine shall be tested at maximum achievable load, and the differential pressure across the catalyst shall be monitored and shall be maintained consistent with operating limitations in Subpart ZZZZ. If the engine load is increased by 20 percent or greater averaged over a 30 day period commencing within 60 days of the last test, then the engine shall be re-tested at the newly achievable maximum load and the corresponding differential pressure established. For the purposes of this provision regarding engine load during and after performance testing, QEPFS shall monitor and record load at each engine.

23. For RICE with a site rating of 500 hp or greater operated at the Facilities, QEPFS shall comply with the requirements specified below:

a. Emissions Control

(1) Rich burn engines. QEPFS has installed and is operating a non-selective catalytic reduction (NSCR) control device and an air-fuel ratio (AFR) device on the rich-burn RICE at the Island and Coyote Wash Facilities. The rich burn RICE at Coyote Wash shall not exceed emission limits of 1.0 gram per horse power hour (g/hp-hr) for NOx and 1.0 g/hp-hr for CO. The rich burn RICE at Island shall not exceed emission limits of 8.0 g/hp-hr for NOx and 5.0 g/hp-hr for CO.

(2) Lean burn engines. QEPFS has installed and is operating an oxidation catalyst control device on each lean burn RICE. All lean burn RICE at the Coyote

Wash and Wonsits Valley Facilities shall not exceed an emission limit of 1.0 g/hp-hr for NOx and 1.0 g/hp-hr for CO, except that engine C206 (Waukesha A27; serial number C-13271/2) at the Wonsits Valley Facility shall not exceed an emission limit of 1.30 g/hp-hr for NOx. The three existing lean burn RICE at the Chapita Facility shall not exceed 2.50 g/hp-hr for NOx and 1.0 g/hp-hr for CO.

b. Emissions Controls Maintenance. Oxygen sensors shall be replaced within 2000 hours of engine run time.

c. Performance Testing for NOx and CO.

(1) Not later than 180 days after the Effective Date of the Consent Decree, QEPFS shall conduct initial performance tests for NOx and CO emissions on each RICE using the test protocol selected from the list below.

(2) QEPFS shall retest each RICE semi-annually using the test protocol selected from the list below. QEPFS shall submit to EPA the test results for NOx and CO with the semi-annual report required pursuant to Subpart ZZZZ.

(3) The test must be conducted at any load condition within plus or minus 10 percent of 100 percent load unless the engine cannot achieve plus or minus 10 percent of 100 percent load at the time of the test. Under such circumstances, the engine shall be tested at maximum achievable load, and the differential pressure across the catalyst shall be monitored and shall be maintained consistent with operating limitations in Subpart ZZZZ. If the engine load is increased by 20 percent or greater averaged over a 30 day period commencing within 60 days of the last test, then the engine shall be re-tested at the newly achievable maximum load and the corresponding differential pressure established. For the purposes of this provision regarding

engine load during and after performance testing, QEPFS shall monitor and record load at each engine.

(4) QEPFS shall select among the following test methods: 40 C.F.R. Part 60, Appendix A, Method 1 or 1A - Sampling port location and number of traverse points; 40 C.F.R. Part 60, Appendix A, Method 3, 3A or 3B - O2 concentration at inlet and outlet; 40 C.F.R. Part 60, Appendix A, Method 4 - Moisture Content; 40 C.F.R. Part 60, Appendix A, Method 7E – Determination of nitrogen oxides emissions; 40 C.F.R. Part 60, Appendix A, Method 10 – Determination of carbon monoxide emissions.

F. 40 C.F.R. Part 71 (Clean Air Act Title V) Operating Permit Requirements

24. The Coyote Wash, Chapita, Island, and Wonsits Valley Facilities are each subject to the requirements of 40 C.F.R. Part 71. Not later than 180 days after the Effective Date of this Consent Decree, QEPFS shall submit updated Part 71 permit applications for the Wonsits Valley, Coyote Wash, Chapita, and Island Compressor Facilities that reflect current operations. Not later than 60 days after receipt of the Part 71 permit applications, EPA shall notify QEPFS whether the Part 71 permit applications are complete. EPA shall not unreasonably delay its determination that the applications are complete. EPA agrees to propose as Part 71 permit conditions, the specific emission limits, operating parameters, monitoring requirements, and recordkeeping requirements set forth in Paragraphs 15, 16, 17, 19, 20, 22, and 23 in the Part 71 permits that it proposes for public comment. QEPFS may contest any permit conditions inconsistent with this Consent Decree in the proposed Part 71 permits in accordance with the provisions of 40 C.F.R. Part 71.11. The requirements under Paragraphs 15, 16, 17, 19, 20, 22, and 23 are deemed “applicable requirements” under Part 71 and Title V of the Clean Air Act. EPA shall propose for public comment draft Part 71 permits for two of the Facilities within 90

days after each application is deemed complete; EPA shall propose for public comment draft Part 71 permits for the remaining two Facilities within 180 days after each application is deemed complete. The United States agrees that the provisions of Paragraphs 15, 16, 17, 19, 20, 22, and 23 of this Consent Decree include adequate monitoring to assure that the Facilities meet the limits, standards, and requirements set forth in this Decree.

G. Limits on Emissions

25. The emission limits and control requirements set forth in Paragraphs 15, 16, 17, 22, and 23 of this Consent Decree are "federally enforceable" and "legally enforceable" for purposes of calculating the potential to emit of hazardous air pollutants, VOCs, NOx, and CO emissions at the Coyote Wash, Chapita, Wonsits Valley, and Island Facilities under the Clean Air Act and any implementing regulations, including PSD/NSR applicability. In addition, the monitoring, reporting, and recordkeeping requirements provided for in this Consent Decree ensure that the emission limits and control requirements are enforceable as a practical matter, which is sometimes referred to as "practicably enforceable."

VI. ADDITIONAL INJUNCTIVE RELIEF/TRIBAL CLEAN AIR MITIGATION PROJECT

26. Not later than 180 days after the Effective Date of this Consent Decree, QEPFS shall convert all natural gas powered pneumatic instrument control systems at the Facilities to compressed instrument air systems. Not later than 30 days after completing this project, QEPFS shall submit a report to EPA with a description of the work completed.

27. Not later than 60 Days after the Effective Date of this Consent Decree, Plaintiff-Intervenors shall form a non-profit corporation (referred to herein as the "Tribal Clean Air Trust Fund") in accordance with applicable Utah or tribal law and this Paragraph of the Decree, including the filing of bylaws and articles of incorporation, to fund beneficial environmental

projects on the Uintah and Ouray Reservation of Northern Utah, including projects to reduce emissions of air pollution on the Reservation, mitigate the impacts of air pollution on tribal members, screen for air pollution related health impacts among tribal members, or educate tribal members about the deleterious impacts of air pollution on public health and the environment. Creation of the Tribal Clean Air Trust Fund under tribal law is contingent on the creation of a non-profit corporation for the purposes set forth in this Consent Decree, including the provisions in this Paragraph concerning the uses of and limitations on assets of the Tribal Clean Air Trust Fund, that was subject to timely review and consent of the Parties prior to its creation.

a. The assets of the Tribal Clean Air Trust Fund shall not be commingled with property of the Ute Indian Tribe of the Uintah and Ouray Reservation, and grants from the Tribal Clean Air Trust Fund shall not be made to or for the benefit of any Party to this action. Assets of the Tribal Clean Air Trust Fund shall not be used to enforce this Consent Decree directly or indirectly or to pursue any claim, action, demand, or proceeding against QEPFS or its employees, affiliates, successors, or assigns, including but not limited to claims under the Clean Air Act, and the bylaws and/or articles of incorporation of the Tribal Charitable Trust Fund shall expressly state this limitation on the use of its assets.

b. In satisfaction of the claims of Plaintiff-Intervenors, not later than 90 Days after the Effective Date of this Consent Decree, or such later date as provided in Paragraph 27.c, below, Defendant shall pay $350,000 to the Tribal Clean Air Trust Fund, payable in accordance with written instructions that shall be provided to Defendant by the Tribal Clean Air Trust Fund.

c. In the event bylaws and articles of incorporation governing the administration of the Tribal Clean Air Trust Fund as required in Paragraph 27, above, have not been timely filed with the State of Utah or pursuant to tribal law, or if the Tribal Clean Air Trust

Fund has not provided payment instructions as required in Paragraph 27.b, Defendant shall not make the payment required in Paragraph 27.b. In that event Defendant shall make the payment required within 30 Days of receiving the bylaws, articles of incorporation, and payment instructions; except that if the Plaintiff-Intervenors (or the Board of Directors of the Tribal Clean Air Trust Fund) do not establish and provide the bylaws or articles of incorporation within 120 Days of the Effective Date of this Consent Decree, QEPFS's obligation to make the payment required in Paragraph 27.b shall terminate.

d. Plaintiff-Intervenors' right to enforce QEPFS's obligations under this Consent Decree, whether through dispute resolution, an action in court, or any other means shall be limited to a claim or dispute with respect to QEPFS's obligation to make the payment required under this Paragraph 27.

VII. REPORTING REQUIREMENTS

28. On the date QEPFS submits its annual or other periodic reports pursuant to 40 C.F.R. Subparts HH or ZZZZ or, if no such reports are submitted during a calendar year, not later than January 31 of the succeeding calendar year, Defendant shall submit a report for the preceding year that shall include a description of any non-compliance with the requirements of this Consent Decree and an explanation of the violation's likely cause and of the remedial steps taken, or to be taken, to prevent or minimize such violation. If the cause of a violation cannot be fully explained at the time the report is due, Defendant shall so state in the report. Defendant shall thereafter investigate the cause of the violation and shall then submit an amendment to the report, including a full explanation of the cause of the violation, within 30 Days of the Day Defendant becomes aware of the cause of the violation. Nothing in this Paragraph or the

following Paragraph relieves Defendant of its obligation to provide the notice required by Section IX of this Consent Decree (Force Majeure).

29. Whenever any violation of this Consent Decree, or any other event affecting Defendant's performance under this Decree poses an immediate threat to the public health or welfare or the environment, Defendant shall notify EPA orally or by electronic or facsimile transmission as soon as possible, but no later than 24 hours after Defendant first knew of the violation or event. This procedure is in addition to the requirements set forth in the preceding Paragraph.

30. All reports shall be submitted to the EPA official designated in Section XIII of this Consent Decree (Notices).

31. Each report submitted by Defendant under this Section shall be signed by an official of the submitting party and include the following certification:

> I certify that this document and all attachments were prepared under my direction or supervision in accordance with a system designed to assure that qualified personnel properly gather and evaluate the information submitted. Based on my inquiry of the person or persons who manage the system, or those persons directly responsible for gathering the information, the information submitted is, to the best of my knowledge and belief, true, accurate, and complete. I am aware that there are significant penalties for submitting false information, including the possibility of fine and imprisonment for knowing violations.

This certification requirement does not apply to emergency or similar notifications where compliance would be impractical.

32. The reporting requirements of this Consent Decree do not relieve Defendant of any reporting obligations required by the Clean Air Act or implementing regulations, or by any other federal, state, or local law, regulation, permit, or other requirement.

33. Any information provided pursuant to this Consent Decree may be used by the United States in any proceeding to enforce the provisions of this Consent Decree and as otherwise permitted by law.

VIII. STIPULATED PENALTIES

34. Defendant shall be liable for stipulated penalties to the United States for violations of this Consent Decree as specified below, unless excused under Section IX (Force Majeure) or Section X (Dispute Resolution). Only as specified below, a violation includes failing to perform any obligation required by the terms of this Decree, including any work plan or schedule approved under this Decree, according to all applicable requirements of this Decree and within the specified time schedules established by or approved under this Decree.

35. Late Payment of Civil Penalty. If Defendant fails to pay the civil penalty required to be paid under Section IV of this Decree (Civil Penalty) when due, Defendant shall pay a stipulated penalty of $1000 per Day for each Day that the payment is late.

36. Stipulated Penalty Amounts:

a. Dehydrators

	Violation	Stipulated Penalty
1.	For failure to install and operate flares and combustors as specified in Paragraph 15 and 17.	For each unit: $1,000 per day for the first 30 days of noncompliance, $1,500 per day from the 31st to 60th day of noncompliance, and $2,000 per day thereafter.

b. Condensate Tanks

	Violation	Stipulated Penalty
1.	For failure to comply with the obligations specified in Paragraph 19.	For each unit: $1,000 per day for the first 30 days of noncompliance, $1,500 per day from the 31st to 60th day of noncompliance, and $2,000 per day thereafter.
2.	For failure to remove condensate tanks as specified in Paragraph 12.	For each unit: $1,000 per day for the first 30 days of noncompliance, $1,500 per day from the 31st to 60th day of noncompliance, and $2,000 per day thereafter.

c. Compressor Engines

	Violation	Stipulated Penalty
1.	For failure to blind flange engines as specified in Paragraph 13.	For each unit: $1,000 per day for the first 30 days of noncompliance, $1,500 per day from the 31st to 60th day of noncompliance, and $2,000 per day thereafter.
2.	For failure remove engines as specified in Paragraph 13.	For each unit: $500 per day for the first 30 days of noncompliance, $1,000 per day from the 31st to 60th day of noncompliance, and $1,500 per day thereafter.
3.	For failure to conduct tests on the RICE emission controls as required by Paragraph 23(c).	For each unit: $500 per day for the first 30 days of noncompliance, $1,000 per day from the 31st to 60th day of noncompliance, and $1,500 per day thereafter.
4.	For failure to meet the emissions limits in Paragraph 23(a).	For each unit: $500 per day for the first 30 days of noncompliance, $1,000 per day from the 31st to 60th day of noncompliance, and $1,500 per day thereafter.
5.	For failure to meet the requirements of Paragraph 23(b).	For each unit: $500 per day for the first 30 days of noncompliance, $1,000 per day from the 31st to 60th day of noncompliance, and $1,500 per day thereafter.

d. Pneumatic Controllers

	Violation	Stipulated Penalty
1.	For failure to convert natural gas powered pneumatic instrument control systems to compressed instrument air systems as specified in Paragraph 26.	For each unit: $200 per day for the first 30 days of noncompliance, $500 per day from the 31st to 60th day of noncompliance, and $1,000 per day thereafter.

e. General Recordkeeping/Reporting Requirements

	Violation	Stipulated Penalty
1.	For failure to maintain records or submit reports as required by Paragraphs 14, 17, 18, 20, 21, 22, 23(c)(3), and 28.	For each violation: $200 per day for the first 30 days of noncompliance, $500 per day from the 31st to 60th day of noncompliance, and $1,000 per day thereafter.

37. Except as provided in Paragraph 40 and its subparts below, stipulated penalties under this Section shall begin to accrue on the Day after performance is due or on the Day a violation occurs, whichever is applicable, and shall continue to accrue until performance is satisfactorily completed or until the violation ceases. Stipulated penalties shall accrue simultaneously for separate violations of this Consent Decree.

38. QEPFS shall pay stipulated penalties upon written demand by the United States no later than sixty (60) days after QEPFS receives such demand. A demand for the payment of stipulated penalties shall identify the particular violation(s) to which the stipulated penalty relates, the stipulated penalty amount that the United States is demanding for each violation (as best can be estimated), the calculation method underlying the demand, and the grounds upon which the demand is based.

39. The United States may in the unreviewable exercise of its discretion, reduce or waive stipulated penalties otherwise due it under this Consent Decree.

40. Stipulated penalties shall not accrue and need not be paid during any Dispute Resolution, as provided below:

a. In the event of a dispute over stipulated penalties, stipulated penalties will not accrue commencing upon the date that QEPFS notifies the United States of a dispute in accordance with Paragraph 55 if QEPFS has placed the disputed amount demanded in a commercial escrow account with interest.

b. If the dispute is resolved by agreement or by a decision of the United States that is not appealed to the Court, Defendant shall pay the escrowed amount of penalties or other amount determined to be owing, together with interest, to the United States within 30 Days of the Effective Date of the agreement or the receipt of EPA's decision or order.

c. If the dispute is appealed to the Court and thereafter is resolved in QEPFS' favor, the escrowed amount plus accrued interest will be returned to QEPFS; otherwise, EPA will be entitled to the amount that was determined to be due by the Court, plus the interest that has accrued in the escrow account on such amount.

41. Defendant shall pay stipulated penalties owing to the United States in the manner set forth and with the confirmation notices required by Paragraph 8 unless the United States provides alternate payment instructions, except that the transmittal letter shall state that the payment is for stipulated penalties and shall state for which violation(s) the penalties are being paid.

42. If Defendant fails to pay stipulated penalties according to the terms of this Consent Decree, Defendant shall be liable for interest on such penalties, as provided for in 28 U.S.C. § 1961, accruing as of the date payment became due. Nothing in this Paragraph shall be construed to limit the United States from seeking any remedy otherwise provided by law for Defendant's failure to pay any stipulated penalties.

43. Subject to the provisions of Section XII of this Consent Decree (Effect of Settlement/Reservation of Rights), the stipulated penalties provided for in this Consent Decree shall be in addition to any other rights, remedies, or sanctions available to the United States for Defendant's violation of this Consent Decree or applicable law. Where a violation of this Consent Decree is also a violation of the Clean Air Act, 43 U.S.C. § 7401, et seq., or its implementing regulations, Plaintiff may seek stipulated penalties or statutory penalties for the violation, but not both.

IX. FORCE MAJEURE

44. If any event occurs or fails to occur which causes a delay or impediment to performance in complying with any provision of this Consent Decree that QEPFS believes to be a force majeure, QEPFS shall notify the EPA official specified in Section XIII (Notice) of its force majeure claim in writing as soon as practicable, but in any event within twenty (20) business days of the date when QEPFS first knew of the event or should have known of the event by the exercise of due diligence. In this notice, QEPFS shall specifically reference this Paragraph and describe the anticipated length of time the delay may persist, the cause or causes of the delay, and the measures taken or to be taken by QEPFS to prevent or minimize the delay and the schedule by which those measures will be implemented. QEPFS shall take all reasonable steps to avoid or minimize such delays. The notice required by this part will be effective upon the mailing of the same by overnight mail or by certified mail, return receipt requested, to EPA as specified in Section XIII (Notices).

45. Failure by QEPFS to substantially comply with the notice requirements of Paragraph 44 shall render this Section IX (Force Majeure) voidable by the United States as to the

specific event for which QEPFS has failed to comply with such notice requirement, and, if voided, is of no effect as to the particular event involved.

46. The United States shall notify QEPFS in writing regarding its claim of a delay or impediment to performance within forty-five (45) days of receipt of the force majeure notice provided under Paragraph 44.

47. If the United States agrees that the delay or impediment to performance has been or shall be caused by circumstances beyond the control of QEPFS including any entity controlled by QEPFS and that QEPFS could not have prevented the delay by the exercise of due diligence, the United States and QEPFS shall stipulate in writing to an extension of the required deadline(s) for all requirement(s) affected by the delay by a period equivalent to the delay actually caused by such circumstances. Such stipulation shall be treated as a non-material change to the Consent Decree pursuant to Paragraph 77, and therefore shall not need to be approved by the Court. QEPFS will not be liable for stipulated penalties for the period of any such delay.

48. If the United States does not accept QEPFS's claim of a delay or impediment to performance, QEPFS must submit the matter to the Court for resolution to avoid payment of stipulated penalties, by filing a petition for determination with the Court by no later than 60 Days after receipt of the notice in Paragraph 46. Once QEPFS has submitted this matter to the Court, the United States shall have 60 Days to file its response to the petition. If the Court determines that the delay or impediment to performance has been or shall be caused by circumstances beyond the control of QEPFS including any entity controlled by QEPFS and that the delay could not have been prevented by QEPFS by the exercise of due diligence, QEPFS shall be excused as to that event(s) and delay (including stipulated penalties), for a period of time equivalent to the delay caused by such circumstances.

49. QEPFS shall bear the burden of proving that any delay of any requirement(s) of this Consent Decree was caused by or will be caused by circumstances beyond its/their control, including any entity controlled by it, and that it could not have prevented the delay by the exercise of due diligence. QEPFS shall also bear the burden of proving the duration and extent of any delay(s) attributable to such circumstances. An extension of one compliance date based on a particular event may, but will not necessarily, result in an extension of a subsequent compliance date or dates.

50. Unanticipated or increased costs or expenses associated with the performance of QEPFS's obligations under this Consent Decree shall not constitute circumstances beyond its control or serve as the basis for an extension of time under this Section IX.

51. Notwithstanding any other provision of this Consent Decree, the Parties do not intend that QEPFS's serving of a force majeure notice or the Parties' inability to reach agreement shall cause this Court to draw any inferences nor establish any presumptions adverse to any Party.

52. As part of the resolution of any matter submitted to this Court under this Section IX, the United States and QEPFS by agreement, or the Court, by order, may in appropriate circumstances extend or modify the schedule for completion of work under the Consent Decree to account for the delay in the work that occurred as a result of any delay or impediment to performance agreed to by the United States or approved by this Court. QEPFS shall be liable for stipulated penalties for their failure thereafter to complete the work in accordance with the extended or modified schedule.

X. DISPUTE RESOLUTION

53. This Court shall retain jurisdiction of this matter for the purposes of implementing and enforcing the terms and conditions of the Consent Decree and for the purpose of adjudicating all disputes that may arise under the provisions of the Consent Decree, until the Consent Decree terminates in accordance with Section XVII of this Consent Decree (Termination).

54. The dispute resolution procedure set forth in this Section X will be available to resolve any and all disputes arising under this Consent Decree, provided that the Party making such application has made a good faith attempt to resolve the matter with the other Parties.

55. The dispute resolution procedure required herein will be invoked upon the giving of written notice by one of the Parties to this Consent Decree to another advising the other appropriate Party(ies) of a dispute pursuant to this Section X. The notice will describe the nature of the dispute, and will state the noticing Party's position with regard to such dispute. The Party or Parties receiving such notice will acknowledge receipt of the notice and the Parties will expeditiously schedule a meeting to discuss the dispute informally.

56. Disputes submitted to dispute resolution will, in the first instance, be the subject of informal negotiations between the Parties. Such period of informal negotiations will not extend beyond 90 Days from the date of the first meeting between representatives of the Parties, unless the Parties agree in writing that this period should be extended. Failure by the Parties to extend the informal negotiation period in writing will not terminate the informal negotiation period provided that the Parties are continuing to negotiate in good faith. Informal negotiations may include the exchange of written summaries of the Parties' positions.

57. In the event that the Parties are unable to reach agreement during such informal negotiation period as provided in Paragraph 56, the United States shall provide QEPFS, within 90 Days after the end of the informal negotiation period, with a written summary of its position regarding the dispute. QEPFS shall have 30 Days to respond in writing. The position advanced by the United States shall be considered binding unless, within 45 Days of QEPFS's receipt of the written summary of the United States' position, QEPFS files with the Court a petition which describes the nature of the dispute. The United States shall respond to the petition within 45 Days of filing. In resolving the dispute between the Parties, the position of the United States shall be upheld unless QEPFS demonstrates by a preponderance of the evidence in the administrative record that the United States' position was incorrect.

58. Where the nature of the dispute is such that a more timely resolution of the issue is required, a Party may seek shorter time periods than those set forth in this Section X.

59. The Parties do not intend that the invocation of this Section X by a Party shall cause the Court to draw any inferences or establish any presumptions adverse to either Party.

60. As part of the resolution of any dispute submitted to dispute resolution, the Parties, by agreement, or this Court, by order, may, in appropriate circumstances, extend or modify the schedule for completion of work under this Consent Decree to account for the delay in the work that occurred as a result of dispute resolution. QEPFS shall be liable for stipulated penalties for its failure thereafter to complete the work in accordance with the extended or modified schedule

XI. INFORMATION COLLECTION AND RETENTION

61. The United States and its representatives, including attorneys, contractors, and consultants, shall have the right of entry into any Facility covered by this Consent Decree, at all reasonable times, upon presentation of credentials, to:

a. monitor the progress of activities required under this Consent Decree;

b. verify any data or information submitted to the United States in accordance with the terms of this Consent Decree;

c. obtain samples and, upon request, splits of any samples taken by Defendant or its representatives, contractors, or consultants;

d. obtain documentary evidence, including photographs, video, and similar data; and

e. assess Defendant's compliance with this Consent Decree.

62. Upon request, Defendant shall provide EPA or its authorized representatives splits of any samples taken by Defendant. Upon request, EPA shall provide Defendant splits of any samples taken by EPA.

63. Until five years after the termination of this Consent Decree, Defendant shall retain, and shall instruct its contractors and agents to preserve, all non-identical copies of all documents, records, or other information (including documents, records, or other information in electronic form) in its or its contractors= or agents= possession or control, or that come into its or its contractors= or agents= possession or control, and that relate in any manner to Defendant=s performance of its obligations under this Consent Decree. This information-retention requirement shall apply regardless of any contrary corporate or institutional policies or procedures. At any time during this information-retention period, upon request by the United

States, Defendant shall provide copies of any documents, records, or other information required to be maintained under this Paragraph.

64. At the conclusion of the information-retention period provided in the preceding Paragraph, Defendant shall notify the United States at least 90 Days prior to the destruction of any documents, records, or other information subject to the requirements of the preceding Paragraph and, upon request by the United States, Defendant shall deliver any such documents, records, or other information to EPA. Defendant may assert that certain documents, records, or other information is privileged under the attorney-client privilege or any other privilege recognized by federal law. If Defendant asserts such a privilege, it shall provide the following: (1) the title of the document, record, or information; (2) the date of the document, record, or information; (3) the name and title of each author of the document, record, or information; (4) the name and title of each addressee and recipient; (5) a description of the subject of the document, record, or information; and (6) the privilege asserted by Defendant. However, no documents, records, or other information required under this Consent Decree shall be withheld on grounds of privilege.

65. Defendant may also assert that information required to be provided under this Section is protected as Confidential Business Information ("CBI") under 40 C.F.R. Part 2. As to any information that Defendant seeks to protect as CBI, Defendant shall follow the procedures set forth in 40 C.F.R. Part 2.

66. This Consent Decree in no way limits or affects any right of entry and inspection, or any right to obtain information, held by the United States pursuant to applicable federal laws, regulations, or permits, nor does it limit or affect any rights, duties, or obligations of Defendant

regarding entry and inspection or to maintain documents, records, or other information imposed by applicable federal or state laws, regulations, or permits.

XII. EFFECT OF SETTLEMENT/RESERVATION OF RIGHTS

67. This Consent Decree resolves:

a. The civil and administrative claims of the United States for the violations alleged in the Complaint filed in this action through the date of lodging and all civil and administrative liability of Defendant for violations at the Facilities through the date of lodging of the following statutory or regulatory provisions: (a) PSD requirements at Part C of Subchapter I of the Act, 42 U.S.C. § 7475, and the regulations promulgated thereunder at 40 C.F.R. § 52.21, insofar as they result from initial construction or modification of the Facilities that resulted in a significant net increase of NOx, VOC and/or CO, and commenced and ceased before the Date of Lodging of the Consent Decree; (b) National Emissions Standards for Hazardous Air Pollutants, 40 C.F.R. Part 63, Subparts A, HH, and ZZZZ; (c) Title V of the Clean Air Act, 42 U.S.C. § 7661; and (d) Section 114 of the Clean Air Act, 42 U.S.C. § 7414.

b. The civil claims of Plaintiff-Intervenors for the violations alleged in the Complaint in Intervention filed in this action through the date of lodging and all civil liability of Defendant to Plaintiff-Intervenors for violations at the Facilities through the date of lodging of the following statutory or regulatory provisions: (a) PSD requirements at Part C of Subchapter I of the Act, 42 U.S.C. § 7475, and the regulations promulgated thereunder at 40 C.F.R. § 52.21, insofar as they result from initial construction or modification of the Facilities that resulted in a significant net increase of NOx, VOC and/or CO, and commenced and ceased before the Date of Lodging of the Consent Decree; (b) National Emissions Standards for Hazardous Air Pollutants,

40 C.F.R. Part 63, Subparts A, HH, and ZZZZ; (c) Title V of the Clean Air Act, 42 U.S.C. § 7661; and (d) Section 114 of the Clean Air Act, 42 U.S.C. § 7414.

c. All claims of the Tribe arising out of the limited grant of intervention under the Court's January 13, 2010 Order (Docket No. 142).

68. The United States reserves all legal and equitable remedies available to enforce the provisions of this Consent Decree, except as expressly stated in Paragraph 67, above. This Consent Decree shall not be construed to limit the rights of the United States to obtain penalties or injunctive relief under the Act or implementing regulations, or under other federal laws, regulations, or permit conditions, except as expressly specified in Paragraph 67. The United States further reserves all legal and equitable remedies to address any imminent and substantial endangerment to the public health or welfare or the environment arising at, or posed by, Defendant's Facilities.

69. In any subsequent administrative or judicial proceeding initiated by the United States for injunctive relief, civil penalties, other appropriate relief relating to the Facilities or Defendant=s violations, Defendant shall not assert, and may not maintain, any defense or claim based upon the principles of waiver, res judicata, collateral estoppel, issue preclusion, claim preclusion, claim-splitting, or other defenses based upon any contention that the claims raised by the United States in the subsequent proceeding were or should have been brought in the instant case, except with respect to claims that have been specifically resolved pursuant to Paragraph 67 of this Section.

70. This Consent Decree is not a permit, or a modification of any permit, under any federal, State, or local laws or regulations. Defendant is responsible for achieving and maintaining complete compliance with all applicable federal, State, and local laws, regulations,

and permits; and Defendant=s compliance with this Consent Decree shall be no defense to any action commenced pursuant to any such laws, regulations, or permits, except as set forth herein. The United States does not, by its consent to the entry of this Consent Decree, warrant or aver in any manner that Defendant=s compliance with any aspect of this Consent Decree will result in compliance with provisions of the Act, 42 U.S.C. § 7401, et seq., or with any other provisions of federal, State, or local laws, regulations, or permits. Provided, however, that no provision of this Consent Decree requires QEPFS to apply for or obtain a permit under the Federal Minor Source Review Program in Indian Country, 40 C.F.R. §§ 49.151-161; any such requirement shall be governed solely by 40 C.F.R. §§ 49.151-161.

71. This Consent Decree shall not be construed to create rights in, or grant any cause of action to, any third party not party to this Consent Decree.

XIII. NOTICES

72. Unless otherwise specified herein, whenever notifications, submissions, or communications are required by this Consent Decree, they shall be made in writing and addressed as follows:

Notification to the United States:

Chief, Environmental Enforcement Section
Environment and Natural Resources Division
U.S. Department of Justice
Box 7611 Ben Franklin Station
Washington, D.C. 20044-7611
Re: DOJ No. 90-5-2-1-08432

and

Director, Air & Toxics Technical Enforcement Program
Office of Enforcement, Compliance and Environmental Justice
U.S. Environmental Protection Agency; Region 8
1595 Wynkoop Street
Denver, CO 80202

Notification to EPA:

Director, Air & Toxics Technical Enforcement Program
Office of Enforcement, Compliance and Environmental Justice
U.S. Environmental Protection Agency
Region 8
1595 Wynkoop Street
Denver, CO 80202

Notification to Defendant:

Perry H. Richards
Senior Vice-President, QEP Resources Inc.
1050 17th Street; Suite 500
Denver, CO 80265

Notification to the Plaintiff-Intervenors:

Secretary, Business Committee
Ute Indian Tribe of the Uintah and Ouray Reservation
PO Box 190
Fort Duchesne, UT 84026

Plaintiff-Intervenors agree that notice to the Secretary of the Business Committee of the Ute Indian Tribe of the Uintah and Ouray Reservation shall constitute notice to each Plaintiff-Intervenor.

73. Any Party may, by written notice to the other Parties, change its designated notice recipient or notice address provided above.

74. Notices submitted pursuant to this Section shall be deemed submitted upon mailing, unless otherwise provided in this Consent Decree or by mutual agreement of the Parties in writing.

XIV. EFFECTIVE DATE

75. The Effective Date of this Consent Decree shall be the date upon which this Consent Decree is entered by the Court or a motion to enter the Consent Decree is granted, whichever occurs first, as recorded on the Court=s docket.

XV. RETENTION OF JURISDICTION

76. The Court shall retain jurisdiction over this case until termination of this Consent Decree, for the purpose of resolving disputes arising under this Decree or entering orders modifying this Decree, pursuant to Sections X and XVI, or effectuating or enforcing compliance with the terms of this Decree. The Plaintiff-Intervenors and the Tribe, by virtue of their participation in this litigation and this Consent Decree, have expressly and unequivocally waived sovereign immunity from suit in the federal district court of Utah for the limited purpose of effectuating and enforcing this Consent Decree, including Paragraph 27. The Plaintiff-Intervenors and the Tribe agree that the entity created pursuant to Paragraph 27 (the Tribal Clean Air Trust Fund) shall be considered and deemed an arm of the Tribe and as such also has waived any and all sovereign immunity from suit in the federal district court of Utah for the limited purpose of effectuating and enforcing this Consent Decree, including Paragraph 27.

XVI. MODIFICATION

77. This Consent Decree contains the entire agreement of the Parties and shall not be modified by any prior oral or written agreement, representation, or understanding. With the exception of Paragraph 27, which may be modified only by the written agreement of all the Parties, the other terms of this Consent Decree may be modified by a subsequent written agreement signed only by the United States and QEPFS. The United States may consult with the Ute Indian Tribe of the Uintah and Ouray Reservation regarding any modification to this

Consent Decree. Where a modification constitutes a material change to this Decree, it shall be effective only upon approval by the Court.

78. Any disputes concerning modification of this Decree shall be resolved pursuant to Section X of this Decree (Dispute Resolution), provided, however, that, instead of the burden of proof provided by Paragraph 57, the Party seeking the modification bears the burden of demonstrating that it is entitled to the requested modification in accordance with Federal Rule of Civil Procedure 60(b).

XVII. TERMINATION

79. If QEPFS has completed the requirements of Section V (Compliance Requirements) of this Decree, has thereafter maintained substantial compliance with this Consent Decree for a period of 18 months and has paid the civil penalty and any accrued stipulated penalties as required by this Consent Decree, Defendant may serve upon the United States a Notice of Termination, stating that Defendant has satisfied those requirements, together with all necessary supporting documentation. The Notice of Termination shall not include Paragraphs 17, 19, 20, and 23, which shall survive this Consent Decree.

80. Unless the Plaintiff objects in writing with specific reasons within sixty (60) days of receipt of the certification, the Court shall order that this Consent Decree be terminated on QEPFS's motion. If the Plaintiff objects to QEPFS's certification, then the matter shall be submitted to the Court for resolution under Section X (Dispute Resolution) of this Consent Decree.

81. Termination of this Consent Decree will end the Parties' obligations under this Decree, including obligations under Section V (Compliance Requirements) and Section VIII (Stipulated Penalties), with the exception of the obligations referenced in Paragraphs 17, 19, 20,

and 23, which shall expressly survive termination of this Decree. The obligations referenced in Paragraphs 17, 19, 20, and 23 shall continue for each Facility until such time as QEPFS ceases operation of the Facility; obtains a federal minor source preconstruction permits for the Facility that include emissions limits for the units and pollutants covered in Paragraphs 17, 19, 20, and 23; obtains a PSD permit for the Facility that include emissions limits for the units and pollutants covered in Paragraphs 17, 19, 20, and 23; or some combination thereof for each Facility.

82. Upon Termination of this Consent Decree pursuant to Paragraph 80, if Title V permits have been issued containing the applicable requirements contained in Paragraphs 17, 19, 20, and 23, Plaintiff shall enforce such applicable requirements through the Title V permits and the Act.

83. Upon Termination of this Consent Decree pursuant to Paragraph 80, if Title V permits have not been issued or have been issued and expired:

a. For violations of "applicable requirements" contained in Section V other than Paragraphs 17, 19, 20, and 23, Plaintiff shall enforce such "applicable requirements" through Section 113 of the CAA, and not through this Consent Decree.

b. For violations of "applicable requirements" contained in Paragraphs 17, 19, 20, and 23, Plaintiff shall enforce such "applicable requirements" through this Consent Decree pursuant to motion to the Court.

XVIII. COSTS

84. The Parties shall bear their own costs in this action, including attorneys' fees.

XIX. PUBLIC PARTICIPATION

85. This Consent Decree shall be lodged with the Court for a period of not less than 30 Days for public notice and comment in accordance with 28 C.F.R. § 50.7. The United States

reserves the right to withdraw or withhold its consent if the comments regarding the Consent Decree disclose facts or considerations indicating that the Consent Decree is inappropriate, improper, or inadequate. Defendant consents to entry of this Consent Decree without further notice and agrees not to withdraw from or oppose entry of this Consent Decree by the Court or to challenge any provision of the Decree, unless the United States has notified Defendant in writing that it no longer supports entry of the Decree.

XX. SIGNATORIES/SERVICE

86. Each undersigned representative of Defendant and the Assistant Attorney General for the Environment and Natural Resources Division of the Department of Justice certifies that he or she is fully authorized to enter into the terms and conditions of this Consent Decree and to execute and legally bind the Party he or she represents to this document.

87. This Consent Decree may be signed in counterparts, and its validity shall not be challenged on that basis. Each Party agrees to accept service of process by mail with respect to all matters arising under or relating to this Consent Decree and to waive the formal service requirements set forth in Rules 4 and 5 of the Federal Rules of Civil Procedure and any applicable Local Rules of this Court including, but not limited to, service of a summons.

XXI. INTEGRATION

88. This Consent Decree constitutes the final, complete, and exclusive agreement and understanding among the Parties with respect to the settlement embodied in the Decree and supercedes all prior agreements and understandings, whether oral or written. No other document, nor any representation, inducement, agreement, understanding, or promise, constitutes any part of this Decree or the settlement it represents, nor shall it be used in construing the terms of this Decree.

XXII. FINAL JUDGMENT

89. Upon approval and entry of this Consent Decree by the Court, this Consent Decree shall constitute a final judgment of the Court as to the United States, the Tribe, Plaintiff- Intervenors, and Defendant.

Dated and entered this 3rd day of July, 2012

Permit V-UO-000005-2000.00

(Issued September 10, 2013)

UNITED STATES ENVIRONMENTAL PROTECTION AGENCY
REGION 8
1595 Wynkoop Street
Denver, CO 80202-1129
Phone 800-227-8917
http://www.epa.gov/region08

Ref: 8P-AR

SEP 05 2013

Kevin Peretti
VP Engineering and Operations
QEP Field Services Company
1995 Blairtown Road
Rock Springs, Wyoming 82902

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Re: Part 71 Operating Permit
Title V Permit #V-UO-000005-2000.00
QEP Field Services Company (QEPFS)
Wonsits Valley Compressor Station

Dear Mr. Peretti:

The Environmental Protection Agency, Region 8 (EPA) has completed its review of QEPFS's request to obtain a Title V Permit to Operate pursuant to the Title V Operating Permit Program at 40 CFR Part 71, for the Wonsits Valley Compressor Station.

Based on the information submitted in the company's application and the comments received during the public comment period, the EPA hereby issues the enclosed Title V Permit to Operate. According to 40 CFR 71.11)(i), this permit will become effective 30 days after notice of the final permit action. Therefore, the final permit will become effective on October 10, 2013.

A 30-day public comment period was held from May 30, 2013 to June 30, 2013. The EPA received comments from Ryan Robins, Environmental Air Engineer for QEPFS on July 1, 2013. No other comments were received from the public, affected states, or tribes. The EPA reviewed the comments received and provided responses in Enclosure 1, "Response to Comments Document." These comments resulted in administrative amendments and clarifications to the requirements of the permit for this facility.

Pursuant to 40 CFR 71.11(l), 30 days after the final permit decision has been issued, any person who commented on the specific terms and conditions of the draft permit, may petition the Environmental Appeals Board to review any term or condition of the permit. Any person who failed to comment on the specific terms and conditions of this permit may petition for administrative review only to the extent that the changes from the draft to the final permit or other new grounds were not reasonably ascertainable during the public comment period. The 30-day period within which a person may request review begins with this notice of the final permit decision. If an administrative review of the final permit is requested, the specific terms and conditions of the permit that is the subject of the request for review must be stayed.

If you have any questions concerning the enclosed permit, please contact Kathleen Paser of my staff at (303) 312-6526.

Sincerely,

Carl Daly, Director
Air Program

Enclosures

cc: Manuel Myore, Energy, Minerals, & Air Director, Ute Indian Tribe
Bruce Parqeets, Air Coordinator, Ute Indian Tribe
Ryan Robins, Environmental Air Engineer, QEP Field Services

Enclosure 1- Response to Comments Document

Comments from QEPFS Company on the Draft Title V Permit to Operate

1. Company Acronym: The QEP Field Services Company requested that the EPA use the acronym "QEPFS" to distinguish them from the QEP Energy Company.

   EPA Response: The requested change has been made to the final permit.

2. Permit, Section II, National Emission Standards for Hazardous Air Pollutants for Reciprocating Internal Combustion Engines – 40 CFR Part 63, Subpart ZZZZ (MACT ZZZZ): The QEPFS Company requested that EPA clarify that the Waukesha 12V-AT27GL engine (C206), with a horsepower rating of 3,100 hp, meets the requirements of MACT ZZZZ by meeting the requirements of the New Source Performance Standards for Spark Ignition Reciprocating Internal Combustion Engines (NSPS JJJJ).

   EPA Response: We disagree with this assertion therefore no changes were made to the permit. The Consent Decree Case No. 2:08-CV-00167-TS-PM, states in Section V.E.2:

   "RICE with a site rating of 500 hp or greater at the Facilities are subject to 40 C.F.R. Part 63, Subpart ZZZZ-National Emission Standards for Hazardous Air Pollutants from Stationary Reciprocating Internal Combustion Engines (hereinafter "Subpart ZZZZ"). For purposes of Subpart ZZZZ compliance, the Facilities shall become existing affected major sources under Subpart ZZZZ as of the Effective Date of this Consent Decree."

   Pursuant to §63.6590(c) of MACT ZZZZ, only the following engines constructed or reconstructed on or after June 12, 2006, and located at a major HAP source shall meet the requirements of MACT ZZZZ by meeting the requirements of MACT JJJJ:

   (a) Limited use engines with a horsepower rating of less than or equal to 500 hp;
   (b) Emergency engines with a horsepower rating of less than or equal to 500 hp;
   (c) Non-emergency compression ignition engines with a horsepower rating of less than or equal to 500 hp; and
   (d) Spark ignition 4-stroke lean-burn combustion engines with a horsepower rating of less than 250 hp.

   Engine C206 is a spark ignition 4-stroke lean-burn combustion engines with a horsepower rating of greater than 500 hp and operating at an effected major source as stated in the Consent Decree. As such, engine C206 does not meet one of the four enumerated provisions above ((a) through (d)), and is therefore subject to the requirements of MACT ZZZZ as is stated in the final permit.

3. Permit, Section V, Facility-Wide Requirements – The QEPFS Company has requested a change in the submittal date of semi-annual monitoring reports from April 1st and October 1st of each year to January 31st and July 31st of each year.

   EPA Response: The requested change has been made to the final permit.

4. Permit, Section VI, General Provisions – The QEPFS Company has requested a change in the submittal date of annual compliance certification from April 1st to January 31st of each year.

EPA Response: The requested change has been made to the final permit

5. Corrections: The QEPFS Company noted several factual and administrative errors in the draft permit.

   (a) The EPA incorrectly stated in Table 2 - Emission Units and Emission Generating Activities that engine C206 was not equipped with controls. This engine is equipped with an oxidation catalyst.

   (b) The EPA incorrectly identified equipment leaks, pneumatic pumps and blow down emissions as insignificant emission units or emission generating activities in Table 2 - Emission Units and Emission Generating Activities. Since the potential emissions of each are greater than 2 tons per year, these are not insignificant.

   (c) There is a typographical error in section II – National Emission Standards for Hazardous Air Pollutants From Oil and Natural Gas Production Facilities – 40 CFR Part 63, Subpart HH. Permit condition E.4 should read as follows:

   "If compliance with the benzene emission limit specified in §63.765(b)(1)(ii) is elected, the Permittee shall document, to the Administrator's satisfaction, the items in §63.774(c)."

   (d) There is a typographical error in section V – Requirements of Consent Decree Case No. 2:08-CV-00167-TS-PMV. Permit condition B.2(a) should read as follows:

   "Upon installation of the flare required in Paragraph 15 of the Consent Decree, the Permittee shall comply with all other initial compliance determinations, notification, and reporting requirements of 40 CFR Part 63, Subpart A, and 40 CFR Part 63, Subpart HH within the time set forth in the regulations."

EPA Response: The corrections have been made to the permit conditions and to Table 2 - Emission Units and Emission Generating Activities in the final permit.

Comments from QEP Field Services Company on Statement of Basis for the Draft Title V Permit to Operate

QEPFS submitted several comments on the contents of the Statement of Basis for the draft permit. The Statement of Basis sets forth the legal and factual basis for the draft permit conditions (including references to the applicable statutory or regulatory provisions). Statements of Basis are not developed for final permits. However, it should be noted that there are several comments about the contents of the document that have been discussed below for the record. These comments did not result in a change to the enclosed final permit.

1. Table 3 – Potential-to-Emit With Legally and Practically Enforceable Controls – QEPFS has suggested that the VOC emission from engines C202, C203, C204, C206, and C207 in Table 3-Potential-to-Emit With Legally and Practically Enforceable Controls of the Statement of Basis should be identified as controlled rather than uncontrolled, since VOC emissions are reduced along with CH_2O emissions due to the applicability of MACT ZZZZ and the regulatory requirement under the rule to control CH_2O emissions using an oxidation catalyst.

EPA Response: The EPA did properly identify the VOC emissions from engines C202, C203, C204, and C206 as being controlled since these engines are subject to NSPS JJJJ which requires that companies limit the potential VOC emissions from these engines.

However there is no permit condition or regulatory requirement for engine C207 for limiting emissions of VOC, monitoring of VOC emissions, and recordkeeping and reporting of the monitoring results to ensure compliance. Engine C207 is not subject to NSPS JJJJ, which would regulate VOC emissions, nor does this engine have requirements in the permit for limiting the VOC emissions. As such, the lower VOC emissions that may be realized due to the use of oxidation catalysts to control CH_2O as required by MACT ZZZZ are not considered legally and practically enforceable for this engine. Therefore the EPA did properly identify the VOC emissions from C207 as being uncontrolled.

The EPA also misidentified the reason for the enforceable VOC reduction for the dehydration unit, D-1 in the footnotes to Table 3. The VOC reduction for D-1 is not the result of a beneficial reduction due to compliance with the National Emission Standards for Hazardous Air Pollutants From Oil and Natural Gas Production Facilities – 40 CFR Part 63, Subpart HH. (MACT HH). The 95% reduction is a requirement of the Consent Decree Case No. 2:08-CV-00167-TS-PM, in Section V, Paragraph 17.

Table 3 – Potential-to-Emit With Legally and Practically Enforceable Controls

Regulated Air Pollutants (tpy)											
	NO_X	CO	VOC	PM	SO_2	CH_2O	Total HAPs	CO_2	CH_4 (as CO_2e)	N_2O (as CO_2e)	CO_2e
C202	32.89	32.89	23.02[a]	1.12	0.07	1.64	2.68	13,139	5	8	13,152
C203	32.89	32.89	23.02[a]	1.12	0.07	1.64	2.68	13,139	5	8	13,152
C204	32.89	32.89	23.02[a]	1.12	0.07	1.64	2.68	13,139	5	8	13,152
C206	38.91	29.93	20.95[a]	1.00	0.06	2.69	3.62	11,713	5	7	11,724
C207	43.97	43.97	46.87[b]	1.50	0.09	2.20	3.58	17,498	7	10	17,515
D-1	-	-	26.25[c]	-	-	-	6.12	53	171	-	185
R-1	0.47	0.39	0.03	0.04	0.003	0.003	0.01	512	0.20	0.3	512
T-1	-	-	3.60	-	-	-	0.16	2	44	-	46
T-2 – T-9	-	-	1.12	-	-	-	0.07	-	-	-	9
EL	-	-	4.79	-	-	-	0.43	0.5	303	-	304
FL-1	0.68	0.17	-	-	-	-	-	564	0.22	0.33	565
C-1	0.42	0.11	-	-	-	-	-	352	0.14	0.21	352
C-2	0.004	0.07	-	-	-	-	-	8	0.003	0.005	8
LO	-	-	1.57	-	-	-	-	-	-	-	-
ES	-	-	0.22	-	-	-	0.01	0.05	32.04	-	32
CB	-	-	6.70	-	-	-	0.32	1.50	961.24	-	963
ESD	-	-	0.07	-	-	-	0.003	0.02	9.61	-	10

Regulated Air Pollutants (tpy)											
GP	-	-	10.57	-	-	-	0.51	2.37	1,515.69	-	1,518
PG	-	-	1.26	-	-	-	0.06	0.28	180.44	-	181
TOTAL TOTAL	**183.12**	**173.31**	**193.06**	**5.90**	**0.35**	**9.83**	**22.95**	**70,125**	**3,264**	**41**	**73,381**

a. Based on the enforceable emission limit of 0.7 g/hp-hr limit in the Standards of Performance for Stationary Spark Ignition Internal Combustion Engines (NSPS JJJJ)

b. C207 is not subject to NSPS JJJJ, therefore the VOC emissions from the unit are uncontrolled.

c. Based on the enforceable requirement of a 95% reduction of VOC emissions as specified in the Consent Decree Case No. 2:08-CV-00167-TS-PM, in Section V, Paragraph 17.

2. Compliance Assurance Monitoring (CAM) Applicability – It was incorrectly stated by the EPA in the Statement of Basis for the draft Title V permit that the CAM regulations at 40 CFR Part 64 apply to engines at the facility.

EPA Response: As noted by the QEPFS Company, the engines are either subject to MACT ZZZZ and/or NSPS JJJJ. Pursuant to §64.2(b) of the CAM rule, emissions units subject to emission limitations or standards proposed by the EPA after November 15, 1990, pursuant to section 111 or 112 of the Act are exempt from the requirement to comply with CAM. Both MACT ZZZZ and NSPS JJJJ were promulgated after November 15, 1990. Thus, the EPA agrees that these engines are not currently subject to CAM.

United States Environmental Protection Agency
Region 8
Air Program
1595 Wynkoop Street
Denver, Colorado 80202

Air Pollution Control Permit to Operate
Title V Operating Permit Program at 40 CFR Part 71

In accordance with the provisions of Title V of the Clean Air Act (CAA) and the Title V Operating Permit Program at 40 CFR Part 71 (Part 71) and applicable rules and regulations,

QEP Field Services Company (QEPFS)
Wonsits Valley Compressor Station

is authorized to operate air emission units and to conduct other air pollutant emitting activities in accordance with the permit conditions listed in this permit.

This source is authorized to operate at the following location:

Uintah and Ouray Indian Reservation
Latitude 40.140792, Longitude -109.494322
Uintah County, Utah

Terms not otherwise defined in this permit have the meaning assigned to them in the referenced regulations. All terms and conditions of the permit are enforceable by the EPA and citizens under the CAA.

Carl Daly, Director
Air Program
U.S. EPA Region 8

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Air Pollution Control Permit to Operate
Title V Operating Permit Program at 40 CFR Part 71

QEPFS
Wonsits Valley Compressor Station

Permit Number: V-SU-000005-2000.00
Replaces Permit No.: N/A

Issue Date: September 10, 2013
Effective Date: October 10, 2013
Expiration Date: October 10, 2018

The permit number cited above should be referenced in future correspondence regarding this source.

Table 1. Part 71 Permitting History

Date of Action	Permit Number	Type of Action	Description of Action
September 10, 2013	V-SU-000005-2000.00	Initial Permit	N/A

Table of Contents

I. Facility Information and Emission Unit Identification

A. Facility Information

Parent Company Name:	QEPFS
Plant Operator & Name:	Wonsits Valley Compressor Station
Plant Location:	Latitude 40.140792, Longitude -109.494322
Region:	8
State:	Utah
County:	Uintah
Reservation:	Uintah and Ouray Indian Reservation
Tribe:	Ute Indian Tribe
Responsible Official:	VP Engineering and Operations – QEPFS
SIC Code:	1311 – Crude Petroleum and Natural Gas

Description:

The Wonsits Valley Compressor Station gathers hydrocarbons (natural gas and natural gas condensate) from surrounding well sites via a gathering pipeline system. The hydrocarbons undergo a natural separation process in the inlet separator that separates the natural gas from the natural gas condensate. The natural gas condensate is routed to a natural gas condensate storage tank. The natural gas is routed to the compression stage where it is compressed from field pressure to approximately 1,000 pound per square inch (psi). The compressed natural gas is routed through a glycol dehydration unit to remove water to meet pipeline specifications. The dehydrated natural gas is routed to the sales gas pipeline. The natural gas condensate is transported off site by tanker trucks.

B. Facility Emission Points

Table 2 - Emission Units and Emission Generating Activities

Unit I.D.	Description		Control Equipment
C202	Caterpillar G3612LE; 3,406 hp* 4-Stroke Lean-Burn Reciprocating Internal Combustion Engines Natural Gas-Fired Serial No. 1YG00023	Installed: 9/2007 Mfg*: 10/21/2001 Reconstructed: 9/2007	Oxidation Catalyst
C203	Serial No. 1YG00022	Installed: 9/2007 Mfg: 10/10/1991 Reconstructed: 9/2007	
C204	Serial No. 1YG00034	Installed: 9/2007 Mfg: 5/12/1993 Reconstructed: 9/2007	
206	Waukesha 12V-AT27GL; 3,100 hp 4-Stroke Lean-Burn Reciprocating Internal Combustion Engine Natural Gas-Fired Serial No. C-13271/2	Installed: 3/2001 Mfg: 12/7/2000 Reconstructed: 5/2007	Oxidation Catalyst
C207	Caterpillar G3616LE; 4,554 hp 4-Stroke Lean-Burn Reciprocating Internal Combustion Engine Natural Gas-Fired Serial No. BLB00215	Installed: 6/2008 Mfg: 12/5/1993	Oxidation Catalyst
D-1	100 MMscfd* Glycol Dehydrator		Flare (FL-1) Combustor Back-up (C-2)
R-1	10 MMBtu* Glycol Reboiler		None (insignificant emission)
T-1	500 bbl* Condensate Tank 21,900 bbls per year Annual Condensate Throughput		Combustor (C-1)
T-2	Miscellaneous Chemical Storage Tanks 100 bbl New Glycol		None (insignificant emission)
T-3	100 bbl New Oil		
T-4	100 bbl Used Oil		
T-5	100 bbl Used Glycol		
T-6	65 bbl Glycol		
T-7	100 bbl Water		
T-8	100 bbl Dehydrator Drip Tank		
T-9	100 bbl Dehydrator Drip Tank		
LO	Truck Loadout		None (insignificant emission)
EL	Equipment Leaks		None
GP	Six (6) Gast 6AM-FRV-17B Natural Gas-Driven Pumps		None
PG	Pigging Operations		None (insignificant emission)
ES	Engine Start-ups		None (insignificant emission)

Unit I.D.	Description	Control Equipment
CB	Compressor Blowdowns	None
ESD	Emergency Shutdowns	None (insignificant emission)
FL-1	Elevated Open-Flame Flare	None
C-1 C-2	Enclosed Combustors	None

* Mfg = Manufactured; hp = horsepower; bbl = barrel; MMscfd = million standard cubic feet per day; MMBtu = million British thermal units.

II. National Emission Standards for Hazardous Air Pollutants From Oil and Natural Gas Production Facilities – 40 CFR Part 63, Subpart HH

A. Applicability[40 CFR 63.760]

40 CFR Part 63, Subpart HH applies to the 100 MMscfd glycol dehydrator identified as D-1 in Table 2 of this permit. [63.760(b)(1)(i)]

B. General Standards [40 CFR 63.764]

1. The General Provisions at 40 CFR Part 63, Subpart A apply as specified in Table 2 of 40 CFR Part 63, Subpart HH. Notwithstanding conditions in this permit, the Permittee shall comply with all applicable requirements of 40 CFR Part 63, Subpart A.

2. All reports required under 40 CFR Part 63, Subpart A shall be sent to the EPA at the following address as listed in §63.13:

   Director, Air and Toxics Technical Enforcement Program, 8ENF-AT
   Office of Enforcement, Compliance and Environmental Justice
   1595 Wynkoop Street, Denver, CO 80202–1129

   Reports may be submitted on electronic media.

3. Except as specified in §63.764(e), the Permittee shall comply with the following requirements for the glycol dehydrator:

   (a) The control requirements for glycol dehydrator process vents specified in §63.765;

   (b) The monitoring requirements specified in §63.773; and

   (c) The recordkeeping and reporting requirements specified in §§63.774 and 63.775.

4. At all times the Permittee must operate and maintain any glycol dehydrator, including associated air pollution control equipment and monitoring equipment, in a manner consistent with safety and good air pollution control practices for minimizing emissions. Determination of whether such operation and

maintenance procedures are being used will be based on information available to the EPA which may include, but is not limited to, monitoring results, review of operation and maintenance procedures, review of operation and maintenance records, and inspection of the unit. [40 CFR 63.764(j)]

C. Glycol Dehydration Unit Process Vent Standards [40 CFR 63.765]

The Permittee shall comply with the control equipment requirements as follows:

1. For each cover, the Permittee shall comply with the cover requirements specified in §63.771(b);

2. For each closed-vent system, the Permittee shall comply with the closed-vent system requirements specified in §63.771(c);

3. For each control device, the Permittee shall comply with the applicable control device requirements specified in §63.771(d) or §63.771(f) ; and

4. For each process modification made to comply with glycol dehydrator process vent standards at §63.765(c)(2), the Permittee shall comply with the process modification standards specified in §63.771(e).

D. Inspection and Monitoring Requirements [40 CFR 63.773]

1. For each closed-vent system or cover required by the Permittee to comply with 40 CFR Part 63, Subpart HH, the Permittee shall comply with the inspection and monitoring requirements specified in §63.773(c).

2. For each control device required by the Permittee to comply with 40 CFR Part 63, Subpart HH, the Permittee shall comply with the inspection and monitoring requirements as specified in §63.773(b) or §63.773(d).

E. Recordkeeping Requirements [40 CFR 63.774]

1. The recordkeeping provisions of 40 CFR Part 63, Subpart A, that apply and those that do not apply to the Permittee are listed in Table 2 of 40 CFR Part 63, Subpart HH.

2. The Permittee shall maintain the records specified in §§63.774(b), (c), (d), (e), (g), and (h).

3. Except as specified in §§63.774(c), 63.774(d), and 63.774(f), the Permittee shall maintain the records specified in §63.774(b).

4. If compliance with the benzene emission limit specified in §63.765(b)(1)(ii) is elected, the Permittee shall document, to the Administrator's satisfaction, the items in §63.774(c).

5. For glycol dehydrators operating at the source that meet the exemption criteria in §63.764(e)(1)(i) or §63.764(e)(1)(ii), the Permittee shall maintain records as specified in §63.774(d).

6. The Permittee shall keep records of the requirements of §63.774(e) when using a flare to comply with §63.771(d).

7. The Permittee shall maintain records, pursuant to §63.774(g), of the occurrence and duration of each malfunction of operation (*i.e.,* process equipment) or the air pollution control equipment and monitoring equipment. The Permittee shall maintain records of actions taken during periods of malfunction to minimize emissions in accordance with § 63.764(j), including corrective actions to restore malfunctioning process and air pollution control and monitoring equipment to its normal or usual manner of operation.

8. The Permittee shall keep records of the requirements of §63.774(h) when using a control device whose model is tested under §63.772(h) to comply with §§63.771(d), (e)(3)(ii) and (f)(1).

F. Reporting Requirements [40 CFR 63.775]

1. The reporting provisions of subpart A of this part, that apply and those that do not apply to the Permittee are listed in Table 2 of this subpart.

2. The Permittee shall submit the information specified in §63.775(b).

3. The Permittee shall submit Notification of Compliance Status Reports as specified in §63.775(d).

4. The Permittee shall submit Periodic Reports as specified in §63.775(e).

5. The Permittee shall submit notifications of process changes as specified in §63.775(f).

6. The Permittee shall comply with any applicable electronic reporting provisions specified at §63.775(g).

III. National Emission Standards for Hazardous Air Pollutants for Reciprocating Internal Combustion Engines - 40 CFR Part 63, Subpart ZZZZ

A. Applicability [40 CFR 63.6585]

40 CFR Part 63, Subpart ZZZZ applies to the following emission units:

1. Caterpillar G3612LE engine identified as C202 in Table 2 of this permit;

2. Caterpillar G3612LE engine identified as C203 in Table 2 of this permit;

3. Caterpillar G3612LE engine identified as C204 in Table 2 of this permit;

4. Waukesha 12V-AT27GL engine identified as C206 in Table 2 of this permit; and

5. Caterpillar G3616LE engine identified as C207 in Table 2 of this permit.

B. General Provisions [40 CFR 63.6665]

1. The General Provisions at 40 CFR Part 63, Subpart A apply as specified in Table 8 of 40 CFR Part 63, Subpart ZZZZ. Notwithstanding conditions in this permit, the Permittee shall comply with all applicable requirements of 40 CFR Part 63, Subpart A.

2. All reports required under 40 CFR Part 63, Subpart A shall be sent to the EPA at the following address as listed in §63.13:

   Director, Air and Toxics Technical Enforcement Program, 8ENF–AT
   Office of Enforcement, Compliance and Environmental Justice
   1595 Wynkoop Street, Denver, CO 80202–1129

   Reports may be submitted on electronic media.

C. Emission and Operating Limitations [40 CFR 63.6600 and 63.6605]

1. Pursuant to §63.6600, compliance with the numerical emission limitations established in 40 CFR Part 63, Subpart ZZZZ shall be based on the results of testing the average of three 1-hour runs using the testing requirements and procedures in §63.6620 and Table 4 of 40 CFR Part 63, Subpart ZZZZ.

2. The Permittee must comply with the emission limitations and operating limitations specified in §63.6600.

3. The Permittee must be in compliance with the emission limitations and operating limitations that apply at all times. [40 CFR 63.6605(a)]

4. The Permittee must operate and maintain any affected source, including associated air pollution control equipment and monitoring equipment, in a manner consistent with safety and good air pollution control practices for minimizing emissions at all times. The general duty to minimize emissions does not require the Permittee to make any further efforts to reduce emissions if the required levels have been achieved. Determination of whether such operations and maintenance procedures are being used will be based on information available to the EPA, which may include, but is not limited to, monitoring results, review of operation and maintenance procedures, review of operation and maintenance records, and inspection of the source. [40 CFR 63.6605(b)]

D. **Testing and Initial Compliance Requirements**
[40 CFR 63.6610, 63.6615, 63.6620, and 63.6625]

1. The Permittee must conduct the initial performance tests or other compliance demonstrations requirements as specified in §63.6610.

2. The Permittee must conduct subsequent performance tests as specified in §63.6615.

3. The Permittee must use the performance tests and other procedures specified §63.6620.

4. The Permittee must meet the monitoring, installation, collection, operation and maintenance requirements as specified in §63.6625.

5. The Permittee must demonstrate initial compliance with the emission limitations, operating limitations, and other requirements that apply as specified in §63.6630.

E. **Continuous Compliance Requirements** [40 CFR 63.663 and 63.6640]

1. The Permittee must monitor and collect data to demonstrate continuous compliance as specified in §63.6635.

2. The Permittee must demonstrate continuous compliance with the emission limitations, operating limitations, and other requirements as specified in §63.6640.

F. **Notifications, Reports, and Records** [40 CFR 63.6645, 63.6650, 63.6655, 63.6660]

1. The Permittee must submit notifications as specified in §63.6645.

2. The Permittee must submit reports as specified in §63.6650.

3. The Permittee must keep records as specified in §63.6655.

4. The Permittee must keep the records in the format and for the duration as specified in §63.6660.

IV. Standards of Performance for Stationary Spark Ignition Internal Combustion Engines - 40 CFR Part 60, Subpart JJJJ

A. Applicability [40 CFR 60.4230]

40 CFR Part 60, Subpart JJJJ applies to the following emission units:

1. Caterpillar G3612LE engine identified as C202 in Table 2 of this permit;

2. Caterpillar G3612LE engine identified as C203 in Table 2 of this permit;

3. Caterpillar G3612LE engine identified as C204 in Table 2 of this permit; and

4. Waukesha 12V-AT27GL engine identified as C206 in Table 2 of this permit.

B. General Provisions [40 CFR 60.4246]

1. This source is subject to the requirements of 40 CFR Part 60, Subpart A – General Provisions as specified in Table 3 of 40 CFR Part 60, Subpart JJJJ. Notwithstanding conditions in this permit, the Permittee shall comply with all applicable requirements of 40 CFR Part 60, Subpart A.

2. All reports required under 40 CFR Part 60, Subpart A shall be sent to the EPA at the following address as listed in §60.19:

   Director, Air and Toxics Technical Enforcement Program, 8ENF–AT
   Office of Enforcement, Compliance and Environmental Justice
   1595 Wynkoop Street, Denver, CO 80202–1129
   8ENF–AT

C. Emission Standards [40 CFR 60.4233, 60.4234]

1. The Permittee must comply with the emissions standards for each engine as specified in §60.4233.

2. The Permittee must operate and maintain the engines subject to the emission standards over the entire life of the engine, as specified in §60.4234.

D. Compliance Requirements [40 CFR 60.4243]

The Permittee must meet all of the applicable compliance requirements as specified in §60.4243.

E. Testing Requirements [40 CFR 60.4244]

The Permittee must meet the performance testing requirements of §60.4244

F. Notification, Reports, and Records [40 CFR 60.4245]

The Permittee must meet all of the applicable notification, reporting, and recordkeeping requirements of §60.4245.

V. Requirements of Consent Decree Case No. 2:08-CV-00167-TS-PMV

A. This source is subject to the requirements of Consent Decree Case No. 2:08-CV-00167-TS-PMV (Consent Decree), filed and effective on July 3, 2012. Notwithstanding the conditions in this permit, the Permittee shall comply with all applicable provisions of the Consent Decree.

B. Requirements for the Glycol Dehydrator

[Consent Decree Case No. 2:08-CV-00167-TS-PMV, Paragraphs 15, 16, and 17]

1. Requirements of Consent Decree Case No. 2:08-CV-00167-TS-PMV, Paragraph 15

   (a) 40 CFR Part 63, Subpart HH - National Emission Standards for Hazardous Air Pollutants From Oil and Natural Gas Production Facilities applies to the 100 MMscfd glycol dehydrator, identified as D-1 in Table 2 of this permit.

   (b) The Permittee shall install and operate a flare connected to the existing dehydrator, identified as D-1 in Table 2 of this permit, to comply with the control device requirements of 40 CFR Part 63, Subpart HH, pursuant to §63.765(b)(1)(i).

   (c) The Permittee shall design and operate the flare in accordance with the requirements of 40 CFR 63.771(d)(1)(iii) and 40 CFR 63.11(b).

   (d) The initial notification requirements of §63.9(b)(4) shall be deemed satisfied on the Effective Date of the Consent Decree.

2. Requirements of Consent Decree Case No. 2:08-CV-00167-TS-PMV, Paragraph 16

   (a) Upon installation of the flare required in Paragraph 15 of the Consent Decree, the Permittee shall comply with all other initial compliance determinations, notification, and reporting requirements of 40 CFR Part 63, Subpart A, and 40 CFR Part 63, Subpart HH within the time set forth in the regulations.

   (b) For purposes of the initial compliance determination, notification, and reporting requirements of §63.775(d), the "compliance date" shall be the Effective Date of the Consent Decree.

3. Requirements of Consent Decree Case No. 2:08-CV-00167-TS-PMV, Paragraph 17

   (a) The flare installed pursuant to Paragraph 15 of the Consent Decree shall achieve a 95% by weight or greater reduction of volatile organic compound (VOC) emissions for the glycol dehydrator process vent stream at all times except during periods of time when the pilot flame at the flare is off, the Permittee shall re-light the pilot flame or route emissions from the glycol dehydrator process vent stream to a back-up combustor as expeditiously as practicable. The back-up combustor shall achieve a 95% by weight or greater reduction of VOC emissions from the glycol dehydrator process vent stream when in use, as determined by the pilot flame on the combustor being on when in use. The time period during which the glycol dehydrator is operated without either: (1) a flare with the pilot flame on; or (2) the back-up combustor with its pilot flame

on shall not exceed 140 hours. Nothing in Paragraph 17 of the Consent Decree shall affect the Permittee's obligation to meet the applicable requirements of 40 CFR Part 63.

(b) Compliance with 40 CFR 63.11(b), and with the associated monitoring and recordkeeping required in 40 CFR 63.773(d)(3)(i)(C), 63.774(b) and 63.774(e) shall be sufficient to determine compliance with the 95% VOC reduction requirement of Paragraph 17 of the Consent Decree.

C. Requirements for the Condensate Storage Tank
[Consent Decree Case No. 2:08-CV-00167-TS-PMV, Paragraphs 19, and 20]

1. Requirements of Consent Decree Case No. 2:08-CV-00167-TS-PMV, Paragraph 19

(a) The Permittee shall, within 30 days of the Effective Date of the Consent Decree, connect the condensate storage tank, identified as T-1 in this permit, to an existing or new combustor at the source.

(b) The Permittee shall, within 60 days of the Effective Date of the Consent Decree, certify to the EPA that the design of the conveyance systems from the condensate storage tank to the combustor does not, under normal operating conditions, cause or contribute to a release of VOCs from the condensate storage tank through thief hatches or pressure relief valves.

(c) The Permittee shall equip the combustor with thermocouples (or other heat sensing monitoring devices) to continuously monitor the presence of a pilot flame.

2. Requirements of Consent Decree Case No. 2:08-CV-00167-TS-PMV, Paragraph 20

The Permittee shall monitor and record the presence of a pilot flame with a continuous recording device, such as a chart recorder or similar device.

D. Requirements for the Engines
[Consent Decree Case No. 2:08-CV-00167-TS-PMV, Paragraphs 22, and 23]

1. Requirements of Consent Decree Case No. 2:08-CV-00167-TS-PMV, Paragraph 22

(a) 40 CFR Part 63, Subpart ZZZZ - National Emission Standards for Hazardous Air Pollutants From Stationary Reciprocating Internal Combustion engines applies to all reciprocating internal combustion engines with a site rating of 500 hp or greater operating at the source.

(b) For purposes of 40 CFR Part 63, Subpart ZZZZ compliance, the source shall become an existing affected major source under 40 CFR Part 63, Subpart ZZZZ as of the Effective Date of the Consent Decree.

(c) The initial notification requirements of §63.9(b), §63.6645, and any other initial notifications required by 40 CFR Part 63, Subpart ZZZZ for all the existing reciprocating internal combustion engines at the source, shall be deemed satisfied on the Effective Date of the Consent Decree.

(d) The Permittee shall thereafter comply with all other compliance demonstration, notification, and reporting requirements of 40 CFR Part 63, Subpart A and 40 CFR Part 63, Subpart ZZZZ by the dates set forth in the regulations.

(e) For the purposes of testing and initial compliance requirements in 40 CFR 63.6610 and the compliance reporting requirements in 40 CFR 63.6650(b), the "compliance date" and "start-up" date shall be the Effective Date of the Consent Decree.

(f) Performance tests must be conducted at any load condition within plus or minus 10% of 100% load unless the reciprocating internal combustion engine cannot achieve plus or minus 10% of 100% load at the time of the test. Under such circumstances, the reciprocating internal combustion engine shall be tested at maximum achievable load, and the differential pressure across the catalyst shall be monitored and shall be maintained consistent with operating limitations in 40 CFR Part 63, Subpart ZZZZ.

(g) If the reciprocating internal combustion engine load is increased by 20% or greater averaged over a 30-day period commencing within 60 days of the last test, then the reciprocating internal combustion engine shall be re-tested at the newly achievable maximum load and the corresponding differential pressure established.

(h) The Permittee shall monitor and record engine load at each reciprocating internal combustion engine.

2. Requirements of Consent Decree Case No. 2:08-CV-00167-TS-PMV, Paragraph 23

For lean-burn reciprocating internal combustion engines with a site rating of 500 hp or greater operated at the source, the Permittee shall comply with the requirements specified below:

(a) Emissions Control

(i) The Permittee has installed and is operating an oxidation catalyst control device on each lean burn reciprocating internal combustion engine.

(ii) Emissions from the reciprocating internal combustion engines shall not exceed the following:

(A) Caterpillar G3612LE engine identified as C202 in Table 2 of this permit:

(1) NO_X: 1.0 grams per horsepower hour (g/hp-hr); and
(2) CO: 1.0 g/hp-hr;

(B) Caterpillar G3612LE engine identified as C203 in Table 2 of this permit:

(1) NO_X: 1.0 g/hp-hr) and
(2) CO: 1.0 g/hp-hr;

(C) Caterpillar G3612LE engine identified as C204 in Table 2 of this permit:

(1) NO_X: 1.0 g/hp-hr; and
(2) CO: 1.0 g/hp-hr;

(D) Waukesha 12V-AT27GL engine identified as C206 in Table 2 of this permit:

(1) NO_X: 1.3 g/hp-hr; and
(2) CO: 1.0 g/hp-hr;

(E) Caterpillar G3616LE engine identified as C207 in Table 2 of this permit:

(1) NO_X: 1.0 g/hp-hr; and
(2) CO: 1.0 g/hp-hr.

(b) Emissions Controls Maintenance

Oxygen sensors shall be replaced within 2,000 hours of engine run time.

(c) Performance Testing for NO_X and CO

Not later than 180 days after the Effective Date of the Consent Decree, the Permittee shall conduct initial performance tests for NOx and CO emissions on each reciprocating internal combustion engine using the test protocols developed from the following specified test methods:

(i) 40 CFR Part 60, Appendix A, Method 1 or 1A - Sampling port location and number of traverse points;
(ii) 40 CFR Part 60, Appendix A, Method 3, 3A or 3B - O_2 concentration at inlet and outlet;
(iii) 40 CFR Part 60, Appendix A, Method 4 - Moisture Content;
(iv) 40 CFR Part 60, Appendix A, Method 7E – Determination of nitrogen oxides emissions; and

(v) 40 CFR Part 60, Appendix A, Method 10 – Determination of carbon monoxide emissions.

(d) The Permittee shall retest each reciprocating internal combustion engine semi-annually using the test protocols developed from the test methods specified above. The Permittee shall submit to EPA the test results for NO_X and CO with the semi-annual report required pursuant to 40 CFR Part 63, Subpart ZZZZ.

(e) Performance tests must be conducted at any load condition within plus or minus 10% of 100% load unless the reciprocating internal combustion engine cannot achieve plus or minus 10% of 100% load at the time of the test. Under such circumstances, the reciprocating internal combustion engine shall be tested at maximum achievable load, and the differential pressure across the catalyst shall be monitored and shall be maintained consistent with operating limitations in 40 CFR Part 63, Subpart ZZZZ.

(f) If the reciprocating internal combustion engine load is increased by 20% or greater averaged over a 30-day period commencing within 60 days of the last test, then the reciprocating internal combustion engine shall be re-tested at the newly achievable maximum load and the corresponding differential pressure established.

(g) The Permittee shall monitor and record engine load at each reciprocating internal combustion engine.

VI. Facility-Wide Requirements [40 CFR 71.6(a)(1)]

Conditions in this section of this permit apply to all emissions units located at the source, including any units not specifically listed in Table 2 of the Source Emission Points section of this permit.

A. Recordkeeping Requirements [40 CFR 71.6(a)(3)(ii)]

The Permittee shall comply with the following generally applicable recordkeeping requirements:

1. If the Permittee determines that his or her stationary source that emits (or has the potential to emit, without considering controls) one or more hazardous air pollutants (HAPs) is not subject to a relevant standard or other requirement established under 40 CFR Part 63, the Permittee shall keep a record of the applicability determination on site at the source for a period of five (5) years after the determination, or until the source changes its operations to become an affected source, whichever comes first. The record of the applicability determination shall include an analysis (or other information) that demonstrates why the Permittee believes the source is unaffected (e.g., because the source is an area source). [40 CFR 63.10(b)(3)]

2. Records shall be kept of off permit changes, as required by the Off Permit Changes section of this permit.

B. Reporting Requirements [40 CFR 71.6(a)(3)(iii)]

1. The Permittee shall submit to the EPA Regional Office all reports of any required monitoring under this permit semiannually. The report shall be submitted semi-annually, by January 31st and July 31st of each year. The report due on January 31st shall cover the 6 month period ending on the last day of December before the report is due. The report due on July 31st shall cover the 6 month period ending on the last day of June before the report is due. All instances of deviations from permit requirements shall be clearly identified in such reports. All required reports shall be certified by a responsible official consistent with the Submissions section of this permit.

   [Explanatory note: To help Part 71 Permittees meet reporting responsibilities, EPA has developed a form "SIXMON" for 6 month monitoring reports. The form may be found on EPA's website at: http://www.epa.gov/air/oaqps/permits/p71forms.html]

2. "Deviation" means any situation in which an emissions unit fails to meet a permit term or condition. A deviation is not always a violation. A deviation can be determined by observation or through review of data obtained from any testing, monitoring, or recordkeeping established in accordance with §71.6(a)(3)(i) and (a)(3)(ii). For a situation lasting more than 24 hours which constitutes a deviation, each 24 hour period is considered a separate deviation. Included in the meaning of deviation are any of the following:

   (a) A situation where emissions exceed an emission limitation or standard;

   (b) A situation where process or emissions control device parameter values indicate that an emission limitation or standard has not been met; or

   (c) A situation in which observations or data collected demonstrate noncompliance with an emission limitation or standard or any work practice or operating condition required by the permit.

3. The Permittee shall promptly report to EPA deviations from permit requirements, including those attributable to upset conditions as defined in this permit, the probable cause of such deviations, and any corrective actions or preventive measures taken. "Prompt" is defined as follows:

   (a) Any definition of "prompt" or a specific time frame for reporting deviations provided in an underlying applicable requirement as identified in this permit;

   (b) Where the underlying applicable requirement fails to address the time frame for reporting deviations, reports of deviations will be submitted based on the following schedule:

(i) For emissions of a HAP or a toxic air pollutant (as identified in the applicable regulation) that continue for more than an hour in excess of permit requirements, the report must be made within 24 hours of the occurrence.

(ii) For emissions of any regulated air pollutant, excluding a HAP or a toxic air pollutant that continues for more than two (2) hours in excess of permit requirements, the report must be made within 48 hours.

(iii) For all other deviations from permit requirements, the report shall be submitted with the semi-annual monitoring report.

(c) If any of the conditions in (i) or (ii) of paragraph (b) above are met, the Permittee must notify EPA by telephone (1-800-227-6312), facsimile (303-312-6409), or by email to r8airreportenforcement@epa.gov based on the timetables listed above. *[Notification must specify that this notification is a deviation report for a Part 71 permit].* A written notice, certified consistent with the Submissions section of this permit must be submitted within ten (10) working days of the occurrence. All deviations reported under this section must also be identified in the 6-month report required under Condition 1 in this section of this permit.

[Explanatory note: To help Part 71 Permittees meet reporting responsibilities, EPA has developed a form "PDR" for prompt deviation reporting. The form may be found on EPA's website at: http://www.epa.gov/air/oaqps/permits/p71forms.html]

C. **Permit Shield** [40 CFR 71.6(f)(3)]

Nothing in this permit shall alter or affect the following:

1. The liability of a Permittee for any violation of applicable requirements prior to or at the time of permit issuance;

2. The ability of the EPA to obtain information under Section 114 of the CAA; or

3. The provisions of Section 303 of the CAA (emergency orders), including the authority of the Administrator under that section.

VII. General Provisions

A. **Annual Fee Payment** [40 CFR 71.9]

1. The Permittee shall pay an annual permit fee in accordance with the procedures outlined below.

2. The Permittee shall pay the annual permit fee each year no later than April 1st. The fee shall cover the previous calendar year.

3. The fee payment shall be in United States currency and shall be paid by money order, bank draft, certified check, corporate check, or electronic funds transfer payable to the order of the U.S. Environmental Protection Agency.

4. The Permittee shall send fee payment and a completed fee filing form to:

For <u>regular U.S. Postal Service mail express mail</u>	**For <u>non-U.S. Postal Service</u>** (FedEx, Airborne, DHL, and UPS)
U.S. Environmental Protection Agency FOIA and Miscellaneous Payments Cincinnati Finance Center P.O. Box 979078 St. Louis, MO 63197-9000	U.S. Bank Government Lockbox 979078 U.S. EPA FOIA & Misc. Payments 1005 Convention Plaza SL-MO-C2-GL St. Louis, MO 63101

5. The Permittee shall send an updated fee calculation worksheet form and a photocopy of each fee payment check (or other confirmation of actual fee paid) submitted annually by the same deadline as required for fee payment to the address listed in the Submissions section of this permit.

[Explanatory note: The fee filing form "FF" and the fee calculation worksheet form "FEE" may be found on EPA website at: http://www.epa.gov/air/oaqps/permits/p71forms.html]

6. Basis for calculating annual fee:

   (a) The annual emissions fee shall be calculated by multiplying the total tons of actual emissions of all "regulated pollutants (for fee calculation)" emitted from the source by the presumptive emissions fee (in dollars per ton) in effect at the time of calculation.

      (i) "Actual emissions" means the actual rate of emissions in tpy of any regulated pollutant (for fee calculation) emitted from a Part 71 source over the preceding calendar year. Actual emissions shall be calculated using each emissions unit's actual operating hours, production rates, in-place control equipment, and types of materials processed, stored, or combusted during the preceding calendar year.

      (ii) Actual emissions shall be computed using methods required by the permit for determining compliance, such as monitoring or source testing data.

      (iii) If actual emissions cannot be determined using the compliance methods in the permit, the Permittee shall use other federally recognized procedures.

[Explanatory note: The presumptive fee amount is revised each calendar year to account for inflation, and it is available from EPA prior to the start of each calendar year.]

(b) The Permittee shall exclude the following emissions from the calculation of fees:

(i) The amount of actual emissions of each regulated pollutant (for fee calculation) that the source emits in excess of 4,000 tpy;

(ii) Actual emissions of any regulated pollutant (for fee calculation) already included in the fee calculation; and

(iii) The quantity of actual emissions (for fee calculation) of insignificant activities [defined in §71.5(c)(11)(i)] or of insignificant emissions levels from emissions at the source identified in the Permittee's application pursuant to §71.5(c)(11)(ii).

7. Fee calculation worksheets shall be certified as to truth, accuracy, and completeness by a responsible official.

[Explanatory note: The fee calculation worksheet form already incorporates a section to help you meet this responsibility.]

8. The Permittee shall retain fee calculation worksheets and other emissions-related data used to determine fee payment for five (5) years following submittal of fee payment. [Emission-related data include, for example, emissions-related forms provided by EPA and used by the Permittee for fee calculation purposes, emissions-related spreadsheets, and emissions-related data, such as records of emissions monitoring data and related support information required to be kept in accordance with §71.6(a)(3)(ii).]

9. Failure of the Permittee to pay fees in a timely manner shall subject the Permittee to assessment of penalties and interest in accordance with §71.9(l).

10. When notified by EPA of underpayment of fees, the Permittee shall remit full payment within 30 days of receipt of notification.

11. A Permittee who thinks an EPA assessed fee is in error and who wishes to challenge such fee, shall provide a written explanation of the alleged error to EPA along with full payment of the EPA assessed fee.

B. Annual Emissions Inventory [40 CFR 71.9(h)(1)and (2)]

1. The Permittee shall submit an annual emissions report of its actual emissions for both criteria pollutants and regulated HAPs for this source for the preceding calendar year for fee assessment purposes. The annual emissions report shall be certified by a responsible official and shall be submitted each year to EPA by April 1st.

2. The annual emissions report shall be submitted to EPA at the address listed in the Submissions section of this permit.

[Explanatory note: An annual emissions report, required at the same time as the fee calculation worksheet by §71.9(h), has been incorporated into the fee calculation worksheet form as a convenience.]

C. Compliance Requirements [40 CFR 71.6(a)(6), Section 113(a) and 113(e)(1) of the CAA, and 40 CFR 51.212, 52.12, 52.33, 60.11(g), 61.12]

1. Compliance with the Permit

(a) The Permittee must comply with all conditions of this Part 71 permit. Any permit noncompliance constitutes a violation of the CAA and is grounds for enforcement action; for permit termination, revocation and reissuance, or modification; or for denial of a permit renewal application.

(b) It shall not be a defense for a Permittee in an enforcement action that it would have been necessary to halt or reduce the permitted activity in order to maintain compliance with the conditions of this permit.

(c) For the purpose of submitting compliance certifications in accordance with §71.6(c)(5), or establishing whether or not a person has violated or is in violation of any requirement of this permit, nothing shall preclude the use, including the exclusive use, of any credible evidence or information, relevant to whether a source would have been in compliance with applicable requirements if the appropriate performance or compliance test or procedure had been performed.

2. Compliance Schedule [40 CFR 71.5(c)(8)(iii)]

(a) For applicable requirements with which the source is in compliance, the source will continue to comply with such requirements.

(b) For applicable requirements that will become effective during the permit term, the source shall meet such requirements on a timely basis.

3. Compliance Certifications [40 CFR 71.6(c)(5)]

(a) The Permittee shall submit to EPA a certification of compliance with permit terms and conditions, including emission limitations, standards, or work practices annually by January 31st, and shall cover the same 12-month period as the two consecutive semi-annual monitoring reports.

[Explanatory note: To help Part 71 Permittees meet reporting responsibilities, EPA has developed a reporting form for annual compliance certifications. The form may be found on EPA website at: http://www.epa.gov/air/oaqps/permits/p71forms.html]

(b) The compliance certification shall be certified as to truth, accuracy, and completeness by a responsible official consistent with §71.5(d).

(c) The certification shall include the following:

(i) Identification of each permit term or condition that is the basis of the certification;

(ii) The identification of the method(s) or other means used for determining the compliance status of each term and condition during the certification period, and whether such methods or other means provide continuous or intermittent data. Such methods and other means shall include, at a minimum, the methods and means required in this permit. If necessary, the Permittee also shall identify any other material information that must be included in the certification to comply with Section 113(c)(2) of the CAA, which prohibits knowingly making a false certification or omitting material information;

(iii) The status of compliance with each term and condition of the permit for the period covered by the certification based on the method or means designated in (ii) above. The certification shall identify each deviation and take it into account in the compliance certification;

(iv) Such other facts as the EPA may require to determine the compliance status of the source; and

(v) Whether compliance with each permit term was continuous or intermittent.

D. Duty to Provide and Supplement Information
[40 CFR 71.6(a)(6)(v), 71.5(a)(3), and 71.5(b)]

1. The Permittee shall furnish to EPA, within a reasonable time, any information that EPA may request in writing to determine whether cause exists for modifying, revoking, and reissuing, or terminating the permit, or to determine compliance with the permit. Upon request, the Permittee shall also furnish to the EPA copies of records that are required to be kept pursuant to the terms of the permit, including information claimed to be confidential. Information claimed to be confidential must be accompanied by a claim of confidentiality according to the provisions of 40 CFR Part 2, Subpart B.

2. The Permittee, upon becoming aware that any relevant facts were omitted or incorrect information was submitted in the permit application, shall promptly submit such supplementary facts or corrected information. In addition, a Permittee shall provide additional information as necessary to address any requirements that become applicable after the date a complete application is filed, but prior to release of a draft permit.

E. Submissions [40 CFR 71.5(d), 71.6(c)(1) and 71.9(h)(2)]

1. Any document (application form, report, compliance certification, etc.) required to be submitted under this permit shall be certified by a responsible official as to truth, accuracy, and completeness. Such certifications shall state that based on information and belief formed after reasonable inquiry, the statements and information in the document are true, accurate, and complete.

   [Explanatory note: EPA has developed a reporting form "CTAC" for certifying truth, accuracy and completeness of Part 71 submissions. The form may be found on EPA website at: http://www.epa.gov/air/oaqps/permits/p71forms.html]

2. All fee calculation worksheets and applications for renewals and permit modifications shall be submitted to:

   Part 71 Permit Contact
   Air Program, 8P-AR
   U.S. Environmental Protection Agency,
   1595 Wynkoop Street
   Denver, Colorado 80202

3. Except where otherwise specified, all reports, test data, monitoring data, notifications, and compliance certifications shall be submitted to:

   Director, Air Toxics and Technical Enforcement Program, 8ENF-AT
   U.S. Environmental Protection Agency,
   1595 Wynkoop Street
   Denver, Colorado 80202

F. Severability Clause [40 CFR 71.6(a)(5)]

The provisions of this permit are severable, and in the event of any challenge to any portion of this permit, or if any portion is held invalid, the remaining permit conditions shall remain valid and in force.

G. Permit Actions [40 CFR 71.6(a)(6)(iii)]

This permit may be modified, revoked, reopened, and reissued, or terminated for cause. The filing of a request by the Permittee for a permit modification, revocation and reissuance, or termination, or of a notification of planned changes or anticipated noncompliance does not stay any permit condition.

H. Administrative Permit Amendments [40 CFR 71.7(d)]

The Permittee may request the use of administrative permit amendment procedures for a permit revision that:

1. Corrects typographical errors;

2. Identifies a change in the name, address, or phone number of any person identified in the permit, or provides a similar minor administrative change at the source;

3. Requires more frequent monitoring or reporting by the Permittee;

4. Allows for a change in ownership or operational control of a source where the EPA determines that no other change in the permit is necessary, provided that a written agreement containing a specific date for transfer of permit responsibility, coverage, and liability between the current and new Permittee has been submitted to the EPA;

5. Incorporates into the Part 71 permit the requirements from preconstruction review permits authorized under an EPA-approved program, provided that such a program meets procedural requirements substantially equivalent to the requirements of §§71.7 and 71.8 that would be applicable to the change if it were subject to review as a permit modification, and compliance requirements substantially equivalent to those contained in §71.6; or

6. Incorporates any other type of change which EPA has determined to be similar to those listed in (1) through (5) above.

[Note to Permittee: If 1 through 5 above do not apply, please contact EPA for a determination of similarity prior to submitting your request for an administrative permit amendment under this provision.]

I. Minor Permit Modifications [40 CFR 71.7(e)(1)]

1. The Permittee may request the use of minor permit modification procedures only for those modifications that:

   (a) Do not violate any applicable requirement;

   (b) Do not involve significant changes to existing monitoring, reporting, or recordkeeping requirements in the permit;

   (c) Do not require or change a case-by-case determination of an emission limitation or other standard, or a source-specific determination for temporary sources of ambient impacts, or a visibility or increment analysis;

   (d) Do not seek to establish or change a permit term or condition for which there is no corresponding underlying applicable requirement and that the source has assumed to avoid an applicable requirement to which the source would otherwise be subject. Such terms and conditions include:

      (i) A federally enforceable emissions cap assumed to avoid classification as a modification under any provision of Title I; and

(ii) An alternative emissions limit approved pursuant to regulations promulgated under Section 112(i)(5) of the CAA;

(e) Are not modifications under any provision of Title I of the CAA; and

(f) Are not required to be processed as a significant modification.

2. Notwithstanding the list of changes ineligible for minor permit modification procedures in 1 above, minor permit modification procedures may be used for permit modifications involving the use of economic incentives, marketable permits, emissions trading, and other similar approaches, to the extent that such minor permit modification procedures are explicitly provided for in an applicable implementation plan or in applicable requirements promulgated by EPA.

3. An application requesting the use of minor permit modification procedures shall meet the requirements of §71.5(c) and shall include the following:

(a) A description of the change, the emissions resulting from the change, and any new applicable requirements that will apply if the change occurs;

(b) The source's suggested draft permit;

(c) Certification by a responsible official, consistent with §71.5(d), that the proposed modification meets the criteria for use of minor permit modification procedures and a request that such procedures be used; and

(d) Completed forms for the permitting authority to use to notify affected States as required under §71.8.

4. The source may make the change proposed in its minor permit modification application immediately after it files such application. After the source makes the change allowed by the preceding sentence, and until the permitting authority takes any of the actions authorized by §71.7(e)(1)(iv)(A) through (C), the source must comply with both the applicable requirements governing the change and the proposed permit terms and conditions. During this time period, the source need not comply with the existing permit terms and conditions it seeks to modify. However, if the source fails to comply with its proposed permit terms and conditions during this time period, the existing permit terms and conditions it seeks to modify may be enforced against it.

5. The permit shield under §71.6(f) may not extend to minor permit modifications.

J. Significant Permit Modifications [40 CFR 71.7(e)(3), 71.8(d), and 71.5(a)(2)]

1. The Permittee must request the use of significant permit modification procedures for those modifications that:

(a) Do not qualify as minor permit modifications or as administrative amendments;

(b) Are significant changes in existing monitoring permit terms or conditions; or

(c) Are relaxations of reporting or recordkeeping permit terms or conditions.

2. Nothing herein shall be construed to preclude the Permittee from making changes consistent with Part 71 that would render existing permit compliance terms and conditions irrelevant.

3. Permittees must meet all requirements of Part 71 for applications, public participation, and review by affected states and tribes for significant permit modifications. For the application to be determined complete, the Permittee must supply all information that is required by §71.5(c) for permit issuance and renewal, but only that information that is related to the proposed change.

K. **Reopening for Cause** [40 CFR 71.7(f)]

The permit may be reopened and revised prior to expiration under any of the following circumstances:

1. Additional applicable requirements under the CAA become applicable to a major Part 71 source with a remaining permit term of three (3) or more years. Such a reopening shall be completed no later than 18 months after promulgation of the applicable requirement. No such reopening is required if the effective date of the requirement is later than the date on which the permit is due to expire, unless the original permit or any of its terms and conditions have been extended pursuant to §71.7(c)(3);

2. Additional requirements (including excess emissions requirements) become applicable to an affected source under the acid rain program. Upon approval by the Administrator, excess emissions offset plans shall be deemed to be incorporated into the permit;

3. EPA determines that the permit contains a material mistake or that inaccurate statements were made in establishing the emissions standards or other terms or conditions of the permit; or

4. EPA determines that the permit must be revised or revoked to assure compliance with the applicable requirements.

L. **Property Rights** [40 CFR 71.6(a)(6)(iv)]

This permit does not convey any property rights of any sort, or any exclusive privilege.

M. Inspection and Entry [40 CFR 71.6(c)(2)]

1. Upon presentation of credentials and other documents as may be required by law, the Permittee shall allow EPA or an authorized representative to perform the following:

2. Enter upon the Permittee's premises where a Part 71 source is located or emissions-related activity is conducted, or where records must be kept under the conditions of the permit;

3. Have access to and copy, at reasonable times, any records that must be kept under the conditions of the permit;

4. Inspect at reasonable times any facilities, equipment (including monitoring and air pollution control equipment), practices, or operations regulated or required under the permit; and

5. As authorized by the CAA, sample or monitor at reasonable times substances or parameters for the purpose of assuring compliance with the permit or applicable requirements.

N. Emergency Provisions [40 CFR 71.6(g)]

1. In addition to any emergency or upset provision contained in any applicable requirement, the Permittee may seek to establish that noncompliance with a technology-based emission limitation under this permit was due to an emergency. To do so, the Permittee shall demonstrate the affirmative defense of emergency through properly signed, contemporaneous operating logs, or other relevant evidence that:

   (a) An emergency occurred and that the Permittee can identify the cause(s) of the emergency;

   (b) The permitted source was at the time being properly operated;

   (c) During the period of the emergency the Permittee took all reasonable steps to minimize levels of emissions that exceeded the emissions standards, or other requirements in this permit; and

   (d) The Permittee submitted notice of the emergency to EPA within two (2) working days of the time when emission limitations were exceeded due to the emergency. This notice must contain a description of the emergency, any steps taken to mitigate emissions, and corrective actions taken. This notice fulfills the requirements for prompt notification of deviations.

2. In any enforcement proceedings the Permittee attempting to establish the occurrence of an emergency has the burden of proof.

3. An "emergency" means any situation arising from sudden and reasonably unforeseeable events beyond the control of the source, including acts of God, which requires immediate corrective action to restore normal operation, and that causes the source to exceed a technology-based emission limitation under the permit due to unavoidable increases in emissions attributable to the emergency. An emergency shall not include noncompliance to the extent caused by improperly designed equipment, lack of preventive maintenance, careless or improper operation, or operator error.

O. Transfer of Ownership or Operation [40 CFR 71.7(d)(1)(iv)]

A change in ownership or operational control of this source may be treated as an administrative permit amendment if the EPA determines no other change in this permit is necessary and provided that a written agreement containing a specific date for transfer of permit responsibility, coverage, and liability between the current and new Permittee has been submitted to EPA.

P. Off Permit Changes [40 CFR 71.6(a)(12) and 40 CFR 71.6(a)(3)(ii)]

The Permittee is allowed to make certain changes without a permit revision, provided that the following requirements are met, and that all records required by this section are kept for a period of five (5) years:

1. Each change is not addressed or prohibited by this permit;

2. Each change shall meet with all applicable requirements and shall not violate any existing permit term or condition;

3. Changes under this provision may not include changes subject to any requirement of 40 CFR Parts 72 through 78 or modifications under any provision of Title I of the CAA;

4. The Permittee must provide contemporaneous written notice to EPA of each change, except for changes that qualify as insignificant activities under §71.5(c)(11). The written notice must describe each change, the date of the change, any change in emissions, pollutants emitted, and any applicable requirements that would apply as a result of the change;

5. The permit shield does not apply to changes made under this provision;

6. The Permittee must keep a record describing all changes that result in emissions of any regulated air pollutant subject to any applicable requirement not otherwise regulated under this permit, and the emissions resulting from those changes;

7. The notice shall be kept on site and made available to EPA on request, in accordance with the general recordkeeping provision of this permit; and

8. Submittal of the written notice required above shall not constitute a waiver, exemption, or shield from applicability of any applicable standard or PSD

permitting requirements under 40 CFR 52.21 that would be triggered by the change.

Q. Permit Expiration and Renewal [40 CFR 71.5(a)(1)(iii), 71.5(a)(2), 71.5(c)(5), 71.6(a)(11), 71.7(b), 71.7(c)(1), and 71.7(c)(3)]

1. This permit shall expire upon the earlier occurrence of the following events:

   (a) Five (5) years elapse from the date of issuance; or

   (b) The source is issued a Part 70 or Part 71 permit under an EPA approved or delegated permit program.

2. Expiration of this permit terminates the Permittee's right to operate unless a timely and complete permit renewal application has been submitted at least 6 months but not more than 18 months prior to the date of expiration of this permit.

3. If the Permittee submits a timely and complete permit application for renewal, consistent with §71.5(a)(2), but EPA has failed to issue or deny the renewal permit, then all the terms and conditions of the permit, including any permit shield granted pursuant to §71.6(f) shall remain in effect until the renewal permit has been issued or denied.

4. The Permittee's failure to have a Part 71 permit is not a violation of this part until EPA takes final action on the permit renewal application. This protection shall cease to apply if, subsequent to the completeness determination, the Permittee fails to submit any additional information identified as being needed to process the application by the deadline specified in writing by EPA.

5. Renewal of this permit is subject to the same procedural requirements that apply to initial permit issuance, including those for public participation, affected State, and tribal review.

6. The application for renewal shall include the current permit number, description of permit revisions and off permit changes that occurred during the permit term, any applicable requirements that were promulgated and not incorporated into the permit during the permit term, and other information required by the application form.

VIII. Appendix – Consent Decree Case No. 2:08-CV-00167-TS-PMV

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF UTAH, CENTRAL DIVISION

UNITED STATES OF AMERICA,

Plaintiff,

UTE INDIAN TRIBE OF THE UINTAH AND OURAY RESERVATION, FRANCES M. POOWEGUP, IRENE C. CUCH, PHILLIP CHIMBURAS, and RON WOPSOCK,

Plaintiffs-Intervenors

QUESTAR GAS MANAGEMENT COMPANY,

Defendant.

CONSENT DECREE

Case No. 2:08-CV-00167-TS-PMW

District Judge TED STEWART

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WHEREAS, Plaintiff United States of America, (the "United States") on behalf of the United States Environmental Protection Agency ("EPA"), filed a complaint in this action on February 29, 2008, alleging that Defendant QEP Field Services Company ("QEPFS"), formerly known as Questar Gas Management Company, violated Section 112 of the Clean Air Act ("Act"), 42 U.S.C. § 7412, Part C, Title 1 of the Act, 42 U.S.C. §§ 7470-7479, and Title V of the Act, 42 U.S.C. §§ 7661-7661f, at its Coyote Wash, Chapita, Island, Wonsits Valley, and River Bend compressor stations (the "Facilities").

WHEREAS, EPA administers the Act's programs for National Emission Standards for Hazardous Air Pollutants ("NESHAP"), Prevention of Significant Deterioration ("PSD"), and federal operating permits under Title V of the Act with respect to the Facilities located on Indian country land in Utah.

WHEREAS, the Complaint alleges, inter alia, QEPFS's Coyote Wash, Chapita, Island, Wonsits Valley, and River Bend compressor stations are all major sources of HAP emissions under Section 112(a)(1) of the Act, 42 U.S.C. § 7412(a)(1), are subject to HH requirements pursuant to 40 C.F.R. §§ 63.760(b)(1) & 63.765(a), and that QEPFS failed to comply with numerous HH requirements concerning the Facilities.

WHEREAS, the Complaint alleges, inter alia, QEPFS's Coyote Wash, Chapita, Island, Wonsits Valley, and River Bend compressor stations are major sources of HAP emissions, their RICE units are subject to ZZZZ regulations pursuant to 40 C.F.R. § 63.6590(a), and QEPFS failed to comply with numerous ZZZZ requirements regarding the Facilities.

WHEREAS, the Complaint alleges, inter alia, QEPFS's Coyote Wash, Chapita, Island, Wonsits Valley, and River Bend compressor stations are each a "major emitting facility" as

defined by Section 169(1) of the Act, 42 U.S.C. § 7479(1), a "major stationary source" as defined by 40 C.F.R. § 52.21(b)(1)(i)(b), and that QEPFS failed to comply with permit requirements concerning the facilities pursuant to Section 165(a) of the Act, 42 U.S.C. § 7475(a), and 40 C.F.R. §§ 52.21(a)(2)(iii), and (j) - (q) (2007).

WHEREAS, the Complaint alleges, inter alia, QEPFS's Coyote Wash, Chapita, Island, Wonsits Valley, and River Bend compressor stations are each a "Part 71 Source" within the meaning of 40 C.F.R. §§ 71.1 and 71.3, subject to the Title V operating permit program set forth in Title V of the Act at 42 U.S.C. § 7661 - 7661f, and that QEPFS failed to file applications for Part 71 federal operating permits within 12 months after the Chapita and Island Facilities became Part 71 sources and failed to comply with numerous 40 C.F.R. § 71.9 requirements concerning the facilities.

WHEREAS, on October 7, 2010, the Court granted the motion to intervene of Frances M. Poowegup, Irene C. Cuch, Phillip Chimburas, Curtis Cesspooch, and Richard Jenks, Jr., on May 15, 2012 granted the motion to intervene of Ron Wopsock, and on May 15, 2012 granted the motion to dismiss the claims of Curtis Cesspooch and Richard Jenks, Jr., with prejudice.

WHEREAS, Defendant QEPFS has denied and continues to deny the allegations in the Complaint and Complaint-in-Intervention and maintains that it has been and remains in compliance with the Act, is not liable for civil penalties or injunctive relief, and that it is agreeing to the obligations imposed by this Consent Decree solely to avoid further costs and uncertainty of litigation.

WHEREAS, the United States, QEPFS, and Plaintiff-Intervenors recognize, and the Court by entering this Consent Decree finds, that this Consent Decree has been negotiated by the

Parties in good faith and will avoid litigation between the Parties and that this Consent Decree is fair, reasonable, and in the public interest.

NOW, THEREFORE, before the taking of any testimony, without the adjudication or admission of any issue of fact or law except as provided in Section I, and with the consent of the Parties, IT IS HEREBY ADJUDGED, ORDERED, AND DECREED as follows:

I. JURISDICTION AND VENUE

1. This Court has jurisdiction over the subject matter of this action, pursuant to 28 U.S.C. §§ 1331, 1345, and 1355, and Section 113(b) of the Act, 42 U.S.C. § 7413(b), and over the Parties. Venue lies in this District pursuant to Section 113(b) of the Act, 42 U.S.C. § 7413(b), and 28 U.S.C. § 1391(c) and 1395(a), because the violations alleged in the Complaint are alleged to have occurred in, and Defendant conducts business in, this judicial district. For purposes of this Decree, or any action to enforce this Decree, Defendant consents to the Courts jurisdiction over this Decree and any such action and over Defendant and consents to venue in this judicial district.

2. For purposes of this Consent Decree, Defendant agrees that the Complaint states claims upon which relief may be granted pursuant to Section(s) 112 of the Clean Air Act ("Act"), 42 U.S.C. § 7412; Part C, Title 1 of the Act, 42 U.S.C. §§ 7470-7479; and Title V of the Act, 42 U.S.C. §§ 7661-7661f.

II. APPLICABILITY

3. The obligations of this Consent Decree apply to and are binding upon the United States, Plaintiff-Intervenors, and Defendant, and upon any successors, assigns, or other entities or persons otherwise bound by law.

4. QEPFS will condition any transfer, in whole or in part, of ownership of, operation of, or other interest (exclusive of any non-controlling non-operational shareholder or security interest) in, any of the Facilities upon the execution by the transferee of a modification to the Consent Decree which makes the terms and conditions of the Consent Decree apply to such Facility applicable to the transferee. As soon as possible prior to the transfer, QEPFS shall notify the United States of the proposed transfer and of the specific Consent Decree provisions that the transferee is assuming. Within a reasonable time thereafter, QEPFS shall provide a certification from the transferee that the transferee has the financial and technical ability to assume the obligations and liabilities under this Consent Decree that are related to the transfer. By no later than sixty (60) days after the transferee executes a document agreeing to substitute itself for QEPFS for all terms and conditions of this Consent Decree that apply to the Facility that is being transferred, the United States, QEPFS, and the transferee shall jointly file with the Court a motion requesting the Court to substitute the transferee as the Defendant for those terms and conditions of this Consent Decree that apply to the Facility that is being transferred (if the United States concurs). If QEPFS does not secure the agreement of the United States to a Joint Motion within sixty (60) days, then QEPFS and the transferee may file a motion without the agreement of the United States. The United States thereafter may file an opposition to the motion. QEPFS will not be released from the obligations and liabilities of any provision of this Consent Decree unless and until the Court grants the motion substituting the transferee as the Defendant to those provisions.

5. Defendant shall provide a copy of this Consent Decree to all officers, employees, and agents whose duties include compliance with any provision of this Decree.

III. DEFINITIONS

6. Terms used in this Consent Decree that are defined in the Act or in regulations promulgated pursuant to the Act shall have the meanings assigned to them in the Act or such regulations, unless otherwise provided in this Decree. Whenever the terms set forth below are used in this Consent Decree, the following definitions shall apply:

a. "Complaint" shall mean the complaint filed by the United States in this action;

b. "Complaint in Intervention" shall mean the complaint, and amendments thereto, filed by the Plaintiff-Intervenors in this action;

c "Consent Decree" or "Decree" shall mean this Decree;

d. "Day" shall mean a calendar day unless expressly stated to be a business day. In computing any period of time under this Consent Decree, where the last day would fall on a Saturday, Sunday, or federal holiday, the period shall run until the close of business of the next business day;

e. "Defendant" shall mean QEP Field Services Company ("QEPFS"), successor by name change to Questar Gas Management Company;

f. "EPA" shall mean the United States Environmental Protection Agency and any of its successor departments or agencies;

g. "Effective Date" shall have the definition provided in Section XIV.

h. "Facilities" (or, individually, "Facility") shall mean Defendant's Coyote Wash, Chapita, Island, Wonsits Valley, and River Bend compressor stations in Uintah County, Utah. Provided, however, that references to the "Facilities" in Section V (Compliance Requirements) shall not include the River Bend Facility, as that Facility shall be closed in accordance with the terms of this Consent Decree.

i. "Paragraph" shall mean a portion of this Decree identified by an arabic numeral;

j. "Parties" shall mean the United States, Defendant, Plaintiff-Intervenors, and the Tribe (the latter of which is a party to this action and this Consent Decree to the limited extent that it was granted intervention under the Court's January 13, 2010 Order (Docket No. 142) solely for sovereign jurisdictional issues raised by the claims and defenses in this case, and also for the purpose of Paragraphs 27 and 77 hereof regarding creation by it of an entity to administer the Tribal Clean Air Trust Fund);

k. "Plaintiff-Intervenors" shall mean Frances M. Poowegup, Irene C. Cuch, Phillip Chimburas, and Ron Wopsock;

l. "Section" shall mean a portion of this Decree identified by a roman numeral;

m. "Tribe" shall mean the Ute Indian Tribe of the Uintah and Ouray Reservation; and

n. "United States" shall mean the United States of America, acting on behalf of EPA.

IV. CIVIL PENALTY

7. Not later than 30 Days after the Effective Date of this Consent Decree, Defendant shall pay the sum of $3,650,000 to the United States as a civil penalty, together with interest accruing thirty (30) days after the Effective Date, if the Civil Penalty is not timely paid at the rate specified in 28 U.S.C. § 1961 as of the date of lodging.

8. Defendant shall pay the civil penalty due by FedWire Electronic Funds Transfer ("EFT") to the U.S. Department of Justice in accordance with written instructions to be timely provided to Defendant, following lodging of the Consent Decree, by the Financial Litigation Unit of the U.S. Attorney's Office for the District of Utah. At the time of payment, Defendant shall send a copy of the EFT authorization form and the EFT transaction record, together with a

transmittal letter, which shall state that the payment is for the civil penalty owed pursuant to the Consent Decree in United States v. Questar Gas Management Co., and shall reference the civil action number and DOJ case number 90-5-2-1-08432, to the United States in accordance with Section XIII of this Decree (Notices); by email to acctsreceivable.CINWD@epa.gov; and by mail to:

EPA Cincinnati Finance Office
26 Martin Luther King Drive
Cincinnati, Ohio 45268

9. Defendant shall not deduct any penalties paid under this Decree pursuant to this Section or Section VIII (Stipulated Penalties) in calculating its federal income tax.

V. COMPLIANCE REQUIREMENTS

A. River Bend Compressor Facility

10. Within 60 days of the effective date of this Consent Decree, QEPFS shall permanently shut-down the River Bend Compressor Facility by taking all equipment out of service and blind-flanging the inlet and outlet piping of the Facility, and withdrawing its March 2006 Part 71 permit application for the Facility.

B. Equipment Removal Requirements

11. Not later than the Effective Date of this Consent Decree, QEPFS shall remove the glycol dehydration unit reboilers from the Chapita and Coyote Wash Facilities.

12. Not later than 30 days after the Effective Date of this Consent Decree, QEPFS shall place its order for all equipment necessary to remove the TK-200 and TK-300 condensate storage tanks, as identified in QEPFS' October 2006, Title V permit application, from the Coyote Wash Facility. QEPFS shall physically remove such tanks not later than 120 days after receipt of such equipment.

13. Not later than 60 days after the Effective Date of this Consent Decree, QEPFS shall blind flange one rich burn engine from both the Island and Coyote Wash Compressor Facilities (leaving each facility with no more than one rich burn engine), so as to remove such engines from service. Not later than 90 days after the Effective Date of this Consent Decree, QEPFS shall move such engines to the adjacent yard or to another location off site.

14. Not later than 30 days after completing the requirements of Paragraphs 11 - 13 of this Consent Decree, QEPFS shall certify to EPA that it has completed such requirements and shall identify the dates each action was completed.

C. Dehydrator Requirements

15. The dehydrators located at the Wonsits Valley and Island Facilities are subject to "major source" standards under 40 C.F.R. Part 63, Subpart HH – NESHAPs for oil and natural gas facilities (hereinafter "Subpart HH"). To comply with the control device requirements of Subpart HH, Defendant shall install and operate, within 60 days of the Effective Date of this Consent Decree, flares connected to the existing dehydrators at the Wonsits Valley and Island Facilities pursuant to the requirements of 40 C.F.R. § 63.765(b)(1)(i). Pursuant to 40 C.F.R. § 63.771(d)(1)(iii), the flares shall be designed and operated in accordance with the requirements of 40 C.F.R. § 63.11(b). The initial notification requirements of 40 C.F.R. § 63.9(b)(4) shall be deemed satisfied on the Effective Date of this Consent Decree.

16. After the installation of the flares required by Paragraph 15, QEPFS shall comply with all other initial compliance determination, notification, and reporting requirements in 40 C.F.R. Part 63, Subparts A and HH within the time set forth in the regulations. For purposes of the initial compliance determination, notification, and reporting requirements of 40 C.F.R. § 63.775(d), the "compliance date" shall be the Effective Date of this Consent Decree.

17. The flares installed pursuant to Paragraph 15 shall achieve a 95percent by weight or greater reduction of VOC emissions from the dehydrator process vent stream at all times except as provided in Paragraph 17(b).

a. Compliance with 40 C.F.R. § 63.11(b), and with the associated monitoring and recordkeeping required in 40 C.F.R. §§ 63.773(d)(3)(i)(C) and 63.774(b) and (e), shall be sufficient to determine compliance with this 95percent VOC reduction requirement of this Paragraph.

b. During periods of time when the pilot flame at the flares is off, QEPFS shall re-light the pilot flame or route emissions from the dehydrator process vent stream to a back-up combustor as expeditiously as practicable. The back-up combustors shall achieve a 95percent by weight or greater reduction of VOC emissions from the dehydrator process vent stream when in use, determined by the pilot flame on the combustor being on when in use. The time period during which the glycol dehydrator is operated without either (1) a flare with the pilot flame on

or (2) the back-up combustor with its pilot flame on shall not exceed 140 hours at the Wonsits Valley Facility and 500 hours at the Island Facility. Nothing in this Paragraph shall affect QEPFS's obligation to meet applicable requirements of 40 C.F.R. Part 63.

18. Not later than 90 days after the Effective Date of this Consent Decree, QEPFS shall certify to EPA that the actions required in Paragraph 15 have been completed and the date on which they were completed.

D. Condensate Tanks

19. QEPFS shall, within 30 days of the Effective Date of this Consent Decree, connect the condensate storage tanks at the Chapita (TO-1, TO-2), Island (TO-1, TO-2) and Wonsits Valley Facilities (T-1) to an existing or new combustor at those Facilities. Within 60 Days of the Effective Date of this Consent Decree, QEPFS shall certify to EPA that the design of

the conveyance systems from these condensate storage tanks to the combustors does not, under normal operating conditions, cause or contribute to a release of volatile organic compounds from the storage tanks through thief hatches or pressure relief valves. QEPFS shall equip the combustors with thermocouples (or other heat sensing monitoring devices) to continuously monitor the presence of the pilot flame. QEPFS shall comply with the provisions of this Paragraph at the Coyote Wash Compressor Station (TK-200 and TK-300) until the tanks are removed pursuant to Paragraph 12.

20. QEPFS shall monitor and record the presence of a pilot flame with a continuous recording device, such as a chart recorder or similar device.

21. Not later than 60 days after the Effective Date of this Consent Decree, QEPFS shall certify to EPA that the actions required in Paragraph 19 have been completed and identify the dates on which they were completed.

E. RICE Requirements

22. RICE with a site rating of 500 hp or greater at the Facilities are subject to 40 C.F.R. Part 63, Subpart ZZZZ-National Emission Standards for Hazardous Air Pollutants from Stationary Reciprocating Internal Combustion Engines (hereinafter "Subpart ZZZZ"). For purposes of Subpart ZZZZ compliance, the Facilities shall become existing affected major sources under Subpart ZZZZ as of the Effective Date of this Consent Decree. The initial notification requirements of 40 C.F.R. § 63.9(b), 40 C.F.R. § 63.6645, and any other initial notifications required by ZZZZ for all existing RICE at the Facilities, shall be deemed satisfied on the Effective Date of this Consent Decree. QEPFS shall thereafter comply with all other compliance demonstration, notification, and reporting requirements of 40 C.F.R. Part 63, Subparts A and ZZZZ by the date set forth in the regulations. For purposes of the testing and

initial compliance requirements in 40 C.F.R. § 63.6610 and the compliance reporting requirements in 40 C.F.R. § 63.6650(b), the "compliance date" and "start up" date shall be the Effective Date of this Consent Decree. Performance tests must be conducted at any load condition within plus or minus 10 percent of 100 percent load unless the engine cannot achieve plus or minus 10 percent of 100 percent load at the time of the test. Under such circumstances, the engine shall be tested at maximum achievable load, and the differential pressure across the catalyst shall be monitored and shall be maintained consistent with operating limitations in Subpart ZZZZ. If the engine load is increased by 20 percent or greater averaged over a 30 day period commencing within 60 days of the last test, then the engine shall be re-tested at the newly achievable maximum load and the corresponding differential pressure established. For the purposes of this provision regarding engine load during and after performance testing, QEPFS shall monitor and record load at each engine.

23. For RICE with a site rating of 500 hp or greater operated at the Facilities, QEPFS shall comply with the requirements specified below:

a. Emissions Control

(1) Rich burn engines. QEPFS has installed and is operating a non-selective catalytic reduction (NSCR) control device and an air-fuel ratio (AFR) device on the rich-burn RICE at the Island and Coyote Wash Facilities. The rich burn RICE at Coyote Wash shall not exceed emission limits of 1.0 gram per horse power hour (g/hp-hr) for NOx and 1.0 g/hp-hr for CO. The rich burn RICE at Island shall not exceed emission limits of 8.0 g/hp-hr for NOx and 5.0 g/hp-hr for CO.

(2) Lean burn engines. QEPFS has installed and is operating an oxidation catalyst control device on each lean burn RICE. All lean burn RICE at the Coyote

Wash and Wonsits Valley Facilities shall not exceed an emission limit of 1.0 g/hp-hr for NOx and 1.0 g/hp-hr for CO, except that engine C206 (Waukesha A27; serial number C-13271/2) at the Wonsits Valley Facility shall not exceed an emission limit of 1.30 g/hp-hr for NOx. The three existing lean burn RICE at the Chapita Facility shall not exceed 2.50 g/hp-hr for NOx and 1.0 g/hp-hr for CO.

b. Emissions Controls Maintenance. Oxygen sensors shall be replaced within 2000 hours of engine run time.

c. Performance Testing for NOx and CO.

(1) Not later than 180 days after the Effective Date of the Consent Decree, QEPFS shall conduct initial performance tests for NOx and CO emissions on each RICE using the test protocol selected from the list below.

(2) QEPFS shall retest each RICE semi-annually using the test protocol selected from the list below. QEPFS shall submit to EPA the test results for NOx and CO with the semi-annual report required pursuant to Subpart ZZZZ.

(3) The test must be conducted at any load condition within plus or minus 10 percent of 100 percent load unless the engine cannot achieve plus or minus 10 percent of 100 percent load at the time of the test. Under such circumstances, the engine shall be tested at maximum achievable load, and the differential pressure across the catalyst shall be monitored and shall be maintained consistent with operating limitations in Subpart ZZZZ. If the engine load is increased by 20 percent or greater averaged over a 30 day period commencing within 60 days of the last test, then the engine shall be re-tested at the newly achievable maximum load and the corresponding differential pressure established. For the purposes of this provision regarding

engine load during and after performance testing, QEPFS shall monitor and record load at each engine.

(4) QEPFS shall select among the following test methods: 40 C.F.R. Part 60, Appendix A, Method 1 or 1A - Sampling port location and number of traverse points; 40 C.F.R. Part 60, Appendix A, Method 3, 3A or 3B - O2 concentration at inlet and outlet; 40 C.F.R. Part 60, Appendix A, Method 4 - Moisture Content; 40 C.F.R. Part 60, Appendix A, Method 7E – Determination of nitrogen oxides emissions; 40 C.F.R. Part 60, Appendix A, Method 10 – Determination of carbon monoxide emissions.

F. 40 C.F.R. Part 71 (Clean Air Act Title V) Operating Permit Requirements

24. The Coyote Wash, Chapita, Island, and Wonsits Valley Facilities are each subject to the requirements of 40 C.F.R. Part 71. Not later than 180 days after the Effective Date of this Consent Decree, QEPFS shall submit updated Part 71 permit applications for the Wonsits Valley, Coyote Wash, Chapita, and Island Compressor Facilities that reflect current operations. Not later than 60 days after receipt of the Part 71 permit applications, EPA shall notify QEPFS whether the Part 71 permit applications are complete. EPA shall not unreasonably delay its determination that the applications are complete. EPA agrees to propose as Part 71 permit conditions, the specific emission limits, operating parameters, monitoring requirements, and recordkeeping requirements set forth in Paragraphs 15, 16, 17, 19, 20, 22, and 23 in the Part 71 permits that it proposes for public comment. QEPFS may contest any permit conditions inconsistent with this Consent Decree in the proposed Part 71 permits in accordance with the provisions of 40 C.F.R. Part 71.11. The requirements under Paragraphs 15, 16, 17, 19, 20, 22, and 23 are deemed "applicable requirements" under Part 71 and Title V of the Clean Air Act. EPA shall propose for public comment draft Part 71 permits for two of the Facilities within 90

days after each application is deemed complete; EPA shall propose for public comment draft Part 71 permits for the remaining two Facilities within 180 days after each application is deemed complete. The United States agrees that the provisions of Paragraphs 15, 16, 17, 19, 20, 22, and 23 of this Consent Decree include adequate monitoring to assure that the Facilities meet the limits, standards, and requirements set forth in this Decree.

G. Limits on Emissions

25. The emission limits and control requirements set forth in Paragraphs 15, 16, 17, 22, and 23 of this Consent Decree are "federally enforceable" and "legally enforceable" for purposes of calculating the potential to emit of HAPs, VOCs, NOx, and CO emissions at the Coyote Wash, Chapita, Wonsits Valley, and Island Facilities under the Clean Air Act and any implementing regulations, including PSD/NSR applicability. In addition, the monitoring, reporting, and recordkeeping requirements provided for in this Consent Decree ensure that the emission limits and control requirements are enforceable as a practical matter, which is sometimes referred to as "practicably enforceable."

VI. ADDITIONAL INJUNCTIVE RELIEF/TRIBAL CLEAN AIR MITIGATION PROJECT

26. Not later than 180 days after the Effective Date of this Consent Decree, QEPFS shall convert all natural gas powered pneumatic instrument control systems at the Facilities to compressed instrument air systems. Not later than 30 days after completing this project, QEPFS shall submit a report to EPA with a description of the work completed.

27. Not later than 60 Days after the Effective Date of this Consent Decree, Plaintiff-Intervenors shall form a non-profit corporation (referred to herein as the "Tribal Clean Air Trust Fund") in accordance with applicable Utah or tribal law and this Paragraph of the Decree, including the filing of bylaws and articles of incorporation, to fund beneficial environmental

projects on the Uintah and Ouray Reservation of Northern Utah, including projects to reduce emissions of air pollution on the Reservation, mitigate the impacts of air pollution on tribal members, screen for air pollution related health impacts among tribal members, or educate tribal members about the deleterious impacts of air pollution on public health and the environment. Creation of the Tribal Clean Air Trust Fund under tribal law is contingent on the creation of a non-profit corporation for the purposes set forth in this Consent Decree, including the provisions in this Paragraph concerning the uses of and limitations on assets of the Tribal Clean Air Trust Fund, that was subject to timely review and consent of the Parties prior to its creation.

a. The assets of the Tribal Clean Air Trust Fund shall not be commingled with property of the Ute Indian Tribe of the Uintah and Ouray Reservation, and grants from the Tribal Clean Air Trust Fund shall not be made to or for the benefit of any Party to this action. Assets of the Tribal Clean Air Trust Fund shall not be used to enforce this Consent Decree directly or indirectly or to pursue any claim, action, demand, or proceeding against QEPFS or its employees, affiliates, successors, or assigns, including but not limited to claims under the Clean Air Act, and the bylaws and/or articles of incorporation of the Tribal Charitable Trust Fund shall expressly state this limitation on the use of its assets.

b. In satisfaction of the claims of Plaintiff-Intervenors, not later than 90 Days after the Effective Date of this Consent Decree, or such later date as provided in Paragraph 27.c, below, Defendant shall pay $350,000 to the Tribal Clean Air Trust Fund, payable in accordance with written instructions that shall be provided to Defendant by the Tribal Clean Air Trust Fund.

c. In the event bylaws and articles of incorporation governing the administration of the Tribal Clean Air Trust Fund as required in Paragraph 27, above, have not been timely filed with the State of Utah or pursuant to tribal law, or if the Tribal Clean Air Trust

Fund has not provided payment instructions as required in Paragraph 27.b, Defendant shall not make the payment required in Paragraph 27.b. In that event Defendant shall make the payment required within 30 Days of receiving the bylaws, articles of incorporation, and payment instructions; except that if the Plaintiff-Intervenors (or the Board of Directors of the Tribal Clean Air Trust Fund) do not establish and provide the bylaws or articles of incorporation within 120 Days of the Effective Date of this Consent Decree, QEPFS's obligation to make the payment required in Paragraph 27.b shall terminate.

d. Plaintiff-Intervenors' right to enforce QEPFS's obligations under this Consent Decree, whether through dispute resolution, an action in court, or any other means shall be limited to a claim or dispute with respect to QEPFS's obligation to make the payment required under this Paragraph 27.

VII. REPORTING REQUIREMENTS

28. On the date QEPFS submits its annual or other periodic reports pursuant to 40 C.F.R. Subparts HH or ZZZZ or, if no such reports are submitted during a calendar year, not later than January 31 of the succeeding calendar year, Defendant shall submit a report for the preceding year that shall include a description of any non-compliance with the requirements of this Consent Decree and an explanation of the violation's likely cause and of the remedial steps taken, or to be taken, to prevent or minimize such violation. If the cause of a violation cannot be fully explained at the time the report is due, Defendant shall so state in the report. Defendant shall thereafter investigate the cause of the violation and shall then submit an amendment to the report, including a full explanation of the cause of the violation, within 30 Days of the Day Defendant becomes aware of the cause of the violation. Nothing in this Paragraph or the

following Paragraph relieves Defendant of its obligation to provide the notice required by Section IX of this Consent Decree (Force Majeure).

29. Whenever any violation of this Consent Decree, or any other event affecting Defendant's performance under this Decree poses an immediate threat to the public health or welfare or the environment, Defendant shall notify EPA orally or by electronic or facsimile transmission as soon as possible, but no later than 24 hours after Defendant first knew of the violation or event. This procedure is in addition to the requirements set forth in the preceding Paragraph.

30. All reports shall be submitted to the EPA official designated in Section XIII of this Consent Decree (Notices).

31. Each report submitted by Defendant under this Section shall be signed by an official of the submitting party and include the following certification:

> I certify that this document and all attachments were prepared under my direction or supervision in accordance with a system designed to assure that qualified personnel properly gather and evaluate the information submitted. Based on my inquiry of the person or persons who manage the system, or those persons directly responsible for gathering the information, the information submitted is, to the best of my knowledge and belief, true, accurate, and complete. I am aware that there are significant penalties for submitting false information, including the possibility of fine and imprisonment for knowing violations.

This certification requirement does not apply to emergency or similar notifications where compliance would be impractical.

32. The reporting requirements of this Consent Decree do not relieve Defendant of any reporting obligations required by the Clean Air Act or implementing regulations, or by any other federal, state, or local law, regulation, permit, or other requirement.

33. Any information provided pursuant to this Consent Decree may be used by the United States in any proceeding to enforce the provisions of this Consent Decree and as otherwise permitted by law.

VIII. STIPULATED PENALTIES

34. Defendant shall be liable for stipulated penalties to the United States for violations of this Consent Decree as specified below, unless excused under Section IX (Force Majeure) or Section X (Dispute Resolution). Only as specified below, a violation includes failing to perform any obligation required by the terms of this Decree, including any work plan or schedule approved under this Decree, according to all applicable requirements of this Decree and within the specified time schedules established by or approved under this Decree.

35. Late Payment of Civil Penalty. If Defendant fails to pay the civil penalty required to be paid under Section IV of this Decree (Civil Penalty) when due, Defendant shall pay a stipulated penalty of $1000 per Day for each Day that the payment is late.

36. Stipulated Penalty Amounts:

a. Dehydrators

	Violation	Stipulated Penalty
1.	For failure to install and operate flares and combustors as specified in Paragraph 15 and 17.	For each unit: $1,000 per day for the first 30 days of noncompliance, $1,500 per day from the 31st to 60th day of noncompliance, and $2,000 per day thereafter.

b. Condensate Tanks

	Violation	Stipulated Penalty
1.	For failure to comply with the obligations specified in Paragraph 19.	For each unit: $1,000 per day for the first 30 days of noncompliance, $1,500 per day from the 31st to 60th day of noncompliance, and $2,000 per day thereafter.
2.	For failure to remove condensate tanks as specified in Paragraph 12.	For each unit: $1,000 per day for the first 30 days of noncompliance, $1,500 per day from the 31st to 60th day of noncompliance, and $2,000 per day thereafter.

c. Compressor Engines

	Violation	Stipulated Penalty
1.	For failure to blind flange engines as specified in Paragraph 13.	For each unit: $1,000 per day for the first 30 days of noncompliance, $1,500 per day from the 31st to 60th day of noncompliance, and $2,000 per day thereafter.
2.	For failure remove engines as specified in Paragraph 13.	For each unit: $500 per day for the first 30 days of noncompliance, $1,000 per day from the 31st to 60th day of noncompliance, and $1,500 per day thereafter.
3.	For failure to conduct tests on the RICE emission controls as required by Paragraph 23(c).	For each unit: $500 per day for the first 30 days of noncompliance, $1,000 per day from the 31st to 60th day of noncompliance, and $1,500 per day thereafter.
4.	For failure to meet the emissions limits in Paragraph 23(a).	For each unit: $500 per day for the first 30 days of noncompliance, $1,000 per day from the 31st to 60th day of noncompliance, and $1,500 per day thereafter.
5.	For failure to meet the requirements of Paragraph 23(b).	For each unit: $500 per day for the first 30 days of noncompliance, $1,000 per day from the 31st to 60th day of noncompliance, and $1,500 per day thereafter.

d. Pneumatic Controllers

	Violation	Stipulated Penalty
1.	For failure to convert natural gas powered pneumatic instrument control systems to compressed instrument air systems as specified in Paragraph 26.	For each unit: $200 per day for the first 30 days of noncompliance, $500 per day from the 31st to 60th day of noncompliance, and $1,000 per day thereafter.

e. General Recordkeeping/Reporting Requirements

	Violation	Stipulated Penalty
1.	For failure to maintain records or submit reports as required by Paragraphs 14, 17, 18, 20, 21, 22, 23(c)(3), and 28.	For each violation: $200 per day for the first 30 days of noncompliance, $500 per day from the 31st to 60th day of noncompliance, and $1,000 per day thereafter.

37. Except as provided in Paragraph 40 and its subparts below, stipulated penalties under this Section shall begin to accrue on the Day after performance is due or on the Day a violation occurs, whichever is applicable, and shall continue to accrue until performance is satisfactorily completed or until the violation ceases. Stipulated penalties shall accrue simultaneously for separate violations of this Consent Decree.

38. QEPFS shall pay stipulated penalties upon written demand by the United States no later than sixty (60) days after QEPFS receives such demand. A demand for the payment of stipulated penalties shall identify the particular violation(s) to which the stipulated penalty relates, the stipulated penalty amount that the United States is demanding for each violation (as best can be estimated), the calculation method underlying the demand, and the grounds upon which the demand is based.

39. The United States may in the unreviewable exercise of its discretion, reduce or waive stipulated penalties otherwise due it under this Consent Decree.

40. Stipulated penalties shall not accrue and need not be paid during any Dispute Resolution, as provided below:

a. In the event of a dispute over stipulated penalties, stipulated penalties will not accrue commencing upon the date that QEPFS notifies the United States of a dispute in accordance with Paragraph 55 if QEPFS has placed the disputed amount demanded in a commercial escrow account with interest.

b. If the dispute is resolved by agreement or by a decision of the United States that is not appealed to the Court, Defendant shall pay the escrowed amount of penalties or other amount determined to be owing, together with interest, to the United States within 30 Days of the Effective Date of the agreement or the receipt of EPA's decision or order.

c. If the dispute is appealed to the Court and thereafter is resolved in QEPFS' favor, the escrowed amount plus accrued interest will be returned to QEPFS; otherwise, EPA will be entitled to the amount that was determined to be due by the Court, plus the interest that has accrued in the escrow account on such amount.

41. Defendant shall pay stipulated penalties owing to the United States in the manner set forth and with the confirmation notices required by Paragraph 8 unless the United States provides alternate payment instructions, except that the transmittal letter shall state that the payment is for stipulated penalties and shall state for which violation(s) the penalties are being paid.

42. If Defendant fails to pay stipulated penalties according to the terms of this Consent Decree, Defendant shall be liable for interest on such penalties, as provided for in 28 U.S.C. § 1961, accruing as of the date payment became due. Nothing in this Paragraph shall be construed to limit the United States from seeking any remedy otherwise provided by law for Defendant's failure to pay any stipulated penalties.

43. Subject to the provisions of Section XII of this Consent Decree (Effect of Settlement/Reservation of Rights), the stipulated penalties provided for in this Consent Decree shall be in addition to any other rights, remedies, or sanctions available to the United States for Defendant's violation of this Consent Decree or applicable law. Where a violation of this Consent Decree is also a violation of the Clean Air Act, 43 U.S.C. § 7401, et seq., or its implementing regulations, Plaintiff may seek stipulated penalties or statutory penalties for the violation, but not both.

IX. FORCE MAJEURE

44. If any event occurs or fails to occur which causes a delay or impediment to performance in complying with any provision of this Consent Decree that QEPFS believes to be a force majeure, QEPFS shall notify the EPA official specified in Section XIII (Notice) of its force majeure claim in writing as soon as practicable, but in any event within twenty (20) business days of the date when QEPFS first knew of the event or should have known of the event by the exercise of due diligence. In this notice, QEPFS shall specifically reference this Paragraph and describe the anticipated length of time the delay may persist, the cause or causes of the delay, and the measures taken or to be taken by QEPFS to prevent or minimize the delay and the schedule by which those measures will be implemented. QEPFS shall take all reasonable steps to avoid or minimize such delays. The notice required by this part will be effective upon the mailing of the same by overnight mail or by certified mail, return receipt requested, to EPA as specified in Section XIII (Notices).

45. Failure by QEPFS to substantially comply with the notice requirements of Paragraph 44 shall render this Section IX (Force Majeure) voidable by the United States as to the

specific event for which QEPFS has failed to comply with such notice requirement, and, if voided, is of no effect as to the particular event involved.

46. The United States shall notify QEPFS in writing regarding its claim of a delay or impediment to performance within forty-five (45) days of receipt of the force majeure notice provided under Paragraph 44.

47. If the United States agrees that the delay or impediment to performance has been or shall be caused by circumstances beyond the control of QEPFS including any entity controlled by QEPFS and that QEPFS could not have prevented the delay by the exercise of due diligence, the United States and QEPFS shall stipulate in writing to an extension of the required deadline(s) for all requirement(s) affected by the delay by a period equivalent to the delay actually caused by such circumstances. Such stipulation shall be treated as a non-material change to the Consent Decree pursuant to Paragraph 77, and therefore shall not need to be approved by the Court. QEPFS will not be liable for stipulated penalties for the period of any such delay.

48. If the United States does not accept QEPFS's claim of a delay or impediment to performance, QEPFS must submit the matter to the Court for resolution to avoid payment of stipulated penalties, by filing a petition for determination with the Court by no later than 60 Days after receipt of the notice in Paragraph 46. Once QEPFS has submitted this matter to the Court, the United States shall have 60 Days to file its response to the petition. If the Court determines that the delay or impediment to performance has been or shall be caused by circumstances beyond the control of QEPFS including any entity controlled by QEPFS and that the delay could not have been prevented by QEPFS by the exercise of due diligence, QEPFS shall be excused as to that event(s) and delay (including stipulated penalties), for a period of time equivalent to the delay caused by such circumstances.

49. QEPFS shall bear the burden of proving that any delay of any requirement(s) of this Consent Decree was caused by or will be caused by circumstances beyond its/their control, including any entity controlled by it, and that it could not have prevented the delay by the exercise of due diligence. QEPFS shall also bear the burden of proving the duration and extent of any delay(s) attributable to such circumstances. An extension of one compliance date based on a particular event may, but will not necessarily, result in an extension of a subsequent compliance date or dates.

50. Unanticipated or increased costs or expenses associated with the performance of QEPFS's obligations under this Consent Decree shall not constitute circumstances beyond its control or serve as the basis for an extension of time under this Section IX.

51. Notwithstanding any other provision of this Consent Decree, the Parties do not intend that QEPFS's serving of a force majeure notice or the Parties' inability to reach agreement shall cause this Court to draw any inferences nor establish any presumptions adverse to any Party.

52. As part of the resolution of any matter submitted to this Court under this Section IX, the United States and QEPFS by agreement, or the Court, by order, may in appropriate circumstances extend or modify the schedule for completion of work under the Consent Decree to account for the delay in the work that occurred as a result of any delay or impediment to performance agreed to by the United States or approved by this Court. QEPFS shall be liable for stipulated penalties for their failure thereafter to complete the work in accordance with the extended or modified schedule.

X. DISPUTE RESOLUTION

53. This Court shall retain jurisdiction of this matter for the purposes of implementing and enforcing the terms and conditions of the Consent Decree and for the purpose of adjudicating all disputes that may arise under the provisions of the Consent Decree, until the Consent Decree terminates in accordance with Section XVII of this Consent Decree (Termination).

54. The dispute resolution procedure set forth in this Section X will be available to resolve any and all disputes arising under this Consent Decree, provided that the Party making such application has made a good faith attempt to resolve the matter with the other Parties.

55. The dispute resolution procedure required herein will be invoked upon the giving of written notice by one of the Parties to this Consent Decree to another advising the other appropriate Party(ies) of a dispute pursuant to this Section X. The notice will describe the nature of the dispute, and will state the noticing Party's position with regard to such dispute. The Party or Parties receiving such notice will acknowledge receipt of the notice and the Parties will expeditiously schedule a meeting to discuss the dispute informally.

56. Disputes submitted to dispute resolution will, in the first instance, be the subject of informal negotiations between the Parties. Such period of informal negotiations will not extend beyond 90 Days from the date of the first meeting between representatives of the Parties, unless the Parties agree in writing that this period should be extended. Failure by the Parties to extend the informal negotiation period in writing will not terminate the informal negotiation period provided that the Parties are continuing to negotiate in good faith. Informal negotiations may include the exchange of written summaries of the Parties' positions.

57. In the event that the Parties are unable to reach agreement during such informal negotiation period as provided in Paragraph 56, the United States shall provide QEPFS, within 90 Days after the end of the informal negotiation period, with a written summary of its position regarding the dispute. QEPFS shall have 30 Days to respond in writing. The position advanced by the United States shall be considered binding unless, within 45 Days of QEPFS's receipt of the written summary of the United States' position, QEPFS files with the Court a petition which describes the nature of the dispute. The United States shall respond to the petition within 45 Days of filing. In resolving the dispute between the Parties, the position of the United States shall be upheld unless QEPFS demonstrates by a preponderance of the evidence in the administrative record that the United States' position was incorrect.

58. Where the nature of the dispute is such that a more timely resolution of the issue is required, a Party may seek shorter time periods than those set forth in this Section X.

59. The Parties do not intend that the invocation of this Section X by a Party shall cause the Court to draw any inferences or establish any presumptions adverse to either Party.

60. As part of the resolution of any dispute submitted to dispute resolution, the Parties, by agreement, or this Court, by order, may, in appropriate circumstances, extend or modify the schedule for completion of work under this Consent Decree to account for the delay in the work that occurred as a result of dispute resolution. QEPFS shall be liable for stipulated penalties for its failure thereafter to complete the work in accordance with the extended or modified schedule

XI. INFORMATION COLLECTION AND RETENTION

61. The United States and its representatives, including attorneys, contractors, and consultants, shall have the right of entry into any Facility covered by this Consent Decree, at all reasonable times, upon presentation of credentials, to:

a. monitor the progress of activities required under this Consent Decree;

b. verify any data or information submitted to the United States in accordance with the terms of this Consent Decree;

c. obtain samples and, upon request, splits of any samples taken by Defendant or its representatives, contractors, or consultants;

d. obtain documentary evidence, including photographs, video, and similar data; and

e. assess Defendant's compliance with this Consent Decree.

62. Upon request, Defendant shall provide EPA or its authorized representatives splits of any samples taken by Defendant. Upon request, EPA shall provide Defendant splits of any samples taken by EPA.

63. Until five years after the termination of this Consent Decree, Defendant shall retain, and shall instruct its contractors and agents to preserve, all non-identical copies of all documents, records, or other information (including documents, records, or other information in electronic form) in its or its contractors' or agents' possession or control, or that come into its or its contractors' or agents' possession or control, and that relate in any manner to Defendant's performance of its obligations under this Consent Decree. This information-retention requirement shall apply regardless of any contrary corporate or institutional policies or procedures. At any time during this information-retention period, upon request by the United

States, Defendant shall provide copies of any documents, records, or other information required to be maintained under this Paragraph.

64. At the conclusion of the information-retention period provided in the preceding Paragraph, Defendant shall notify the United States at least 90 Days prior to the destruction of any documents, records, or other information subject to the requirements of the preceding Paragraph and, upon request by the United States, Defendant shall deliver any such documents, records, or other information to EPA. Defendant may assert that certain documents, records, or other information is privileged under the attorney-client privilege or any other privilege recognized by federal law. If Defendant asserts such a privilege, it shall provide the following: (1) the title of the document, record, or information; (2) the date of the document, record, or information; (3) the name and title of each author of the document, record, or information; (4) the name and title of each addressee and recipient; (5) a description of the subject of the document, record, or information; and (6) the privilege asserted by Defendant. However, no documents, records, or other information required under this Consent Decree shall be withheld on grounds of privilege.

65. Defendant may also assert that information required to be provided under this Section is protected as Confidential Business Information ("CBI") under 40 C.F.R. Part 2. As to any information that Defendant seeks to protect as CBI, Defendant shall follow the procedures set forth in 40 C.F.R. Part 2.

66. This Consent Decree in no way limits or affects any right of entry and inspection, or any right to obtain information, held by the United States pursuant to applicable federal laws, regulations, or permits, nor does it limit or affect any rights, duties, or obligations of Defendant

regarding entry and inspection or to maintain documents, records, or other information imposed by applicable federal or state laws, regulations, or permits.

XII. EFFECT OF SETTLEMENT/RESERVATION OF RIGHTS

67. This Consent Decree resolves:

a. The civil and administrative claims of the United States for the violations alleged in the Complaint filed in this action through the date of lodging and all civil and administrative liability of Defendant for violations at the Facilities through the date of lodging of the following statutory or regulatory provisions: (a) PSD requirements at Part C of Subchapter I of the Act, 42 U.S.C. § 7475, and the regulations promulgated thereunder at 40 C.F.R. § 52.21, insofar as they result from initial construction or modification of the Facilities that resulted in a significant net increase of NOx, VOC and/or CO, and commenced and ceased before the Date of Lodging of the Consent Decree; (b) National Emissions Standards for Hazardous Air Pollutants, 40 C.F.R. Part 63, Subparts A, HH, and ZZZZ; (c) Title V of the Clean Air Act, 42 U.S.C. § 7661; and (d) Section 114 of the Clean Air Act, 42 U.S.C. § 7414.

b. The civil claims of Plaintiff-Intervenors for the violations alleged in the Complaint in Intervention filed in this action through the date of lodging and all civil liability of Defendant to Plaintiff-Intervenors for violations at the Facilities through the date of lodging of the following statutory or regulatory provisions: (a) PSD requirements at Part C of Subchapter I of the Act, 42 U.S.C. § 7475, and the regulations promulgated thereunder at 40 C.F.R. § 52.21, insofar as they result from initial construction or modification of the Facilities that resulted in a significant net increase of NOx, VOC and/or CO, and commenced and ceased before the Date of Lodging of the Consent Decree; (b) National Emissions Standards for Hazardous Air Pollutants,

40 C.F.R. Part 63, Subparts A, HH, and ZZZZ; (c) Title V of the Clean Air Act, 42 U.S.C. § 7661; and (d) Section 114 of the Clean Air Act, 42 U.S.C. § 7414.

c. All claims of the Tribe arising out of the limited grant of intervention under the Court's January 13, 2010 Order (Docket No. 142).

68. The United States reserves all legal and equitable remedies available to enforce the provisions of this Consent Decree, except as expressly stated in Paragraph 67, above. This Consent Decree shall not be construed to limit the rights of the United States to obtain penalties or injunctive relief under the Act or implementing regulations, or under other federal laws, regulations, or permit conditions, except as expressly specified in Paragraph 67. The United States further reserves all legal and equitable remedies to address any imminent and substantial endangerment to the public health or welfare or the environment arising at, or posed by, Defendant's Facilities.

69. In any subsequent administrative or judicial proceeding initiated by the United States for injunctive relief, civil penalties, other appropriate relief relating to the Facilities or Defendant's violations, Defendant shall not assert, and may not maintain, any defense or claim based upon the principles of waiver, res judicata, collateral estoppel, issue preclusion, claim preclusion, claim-splitting, or other defenses based upon any contention that the claims raised by the United States in the subsequent proceeding were or should have been brought in the instant case, except with respect to claims that have been specifically resolved pursuant to Paragraph 67 of this Section.

70. This Consent Decree is not a permit, or a modification of any permit, under any federal, State, or local laws or regulations. Defendant is responsible for achieving and maintaining complete compliance with all applicable federal, State, and local laws, regulations,

and permits; and Defendant=s compliance with this Consent Decree shall be no defense to any action commenced pursuant to any such laws, regulations, or permits, except as set forth herein. The United States does not, by its consent to the entry of this Consent Decree, warrant or aver in any manner that Defendant=s compliance with any aspect of this Consent Decree will result in compliance with provisions of the Act, 42 U.S.C. § 7401, et seq., or with any other provisions of federal, State, or local laws, regulations, or permits. Provided, however, that no provision of this Consent Decree requires QEPFS to apply for or obtain a permit under the Federal Minor Source Review Program in Indian Country, 40 C.F.R. §§ 49.151-161; any such requirement shall be governed solely by 40 C.F.R. §§ 49.151-161.

71. This Consent Decree shall not be construed to create rights in, or grant any cause of action to, any third party not party to this Consent Decree.

XIII. NOTICES

72. Unless otherwise specified herein, whenever notifications, submissions, or communications are required by this Consent Decree, they shall be made in writing and addressed as follows:

Notification to the United States:

Chief, Environmental Enforcement Section
Environment and Natural Resources Division
U.S. Department of Justice
Box 7611 Ben Franklin Station
Washington, D.C. 20044-7611
Re: DOJ No. 90-5-2-1-08432

and

Director, Air & Toxics Technical Enforcement Program
Office of Enforcement, Compliance and Environmental Justice
U.S. Environmental Protection Agency; Region 8
1595 Wynkoop Street
Denver, CO 80202

Notification to EPA:

Director, Air & Toxics Technical Enforcement Program
Office of Enforcement, Compliance and Environmental Justice
U.S. Environmental Protection Agency
Region 8
1595 Wynkoop Street
Denver, CO 80202

Notification to Defendant:

Perry H. Richards
Senior Vice-President, QEP Resources Inc.
1050 17th Street; Suite 500
Denver, CO 80265

Notification to the Plaintiff-Intervenors:

Secretary, Business Committee
Ute Indian Tribe of the Uintah and Ouray Reservation
PO Box 190
Fort Duchesne, UT 84026

Plaintiff-Intervenors agree that notice to the Secretary of the Business Committee of the Ute Indian Tribe of the Uintah and Ouray Reservation shall constitute notice to each Plaintiff-Intervenor.

73. Any Party may, by written notice to the other Parties, change its designated notice recipient or notice address provided above.

74. Notices submitted pursuant to this Section shall be deemed submitted upon mailing, unless otherwise provided in this Consent Decree or by mutual agreement of the Parties in writing.

XIV. EFFECTIVE DATE

75. The Effective Date of this Consent Decree shall be the date upon which this Consent Decree is entered by the Court or a motion to enter the Consent Decree is granted, whichever occurs first, as recorded on the Court=s docket.

XV. RETENTION OF JURISDICTION

76. The Court shall retain jurisdiction over this case until termination of this Consent Decree, for the purpose of resolving disputes arising under this Decree or entering orders modifying this Decree, pursuant to Sections X and XVI, or effectuating or enforcing compliance with the terms of this Decree. The Plaintiff-Intervenors and the Tribe, by virtue of their participation in this litigation and this Consent Decree, have expressly and unequivocally waived sovereign immunity from suit in the federal district court of Utah for the limited purpose of effectuating and enforcing this Consent Decree, including Paragraph 27. The Plaintiff-Intervenors and the Tribe agree that the entity created pursuant to Paragraph 27 (the Tribal Clean Air Trust Fund) shall be considered and deemed an arm of the Tribe and as such also has waived any and all sovereign immunity from suit in the federal district court of Utah for the limited purpose of effectuating and enforcing this Consent Decree, including Paragraph 27.

XVI. MODIFICATION

77. This Consent Decree contains the entire agreement of the Parties and shall not be modified by any prior oral or written agreement, representation, or understanding. With the exception of Paragraph 27, which may be modified only by the written agreement of all the Parties, the other terms of this Consent Decree may be modified by a subsequent written agreement signed only by the United States and QEPFS. The United States may consult with the Ute Indian Tribe of the Uintah and Ouray Reservation regarding any modification to this

Consent Decree. Where a modification constitutes a material change to this Decree, it shall be effective only upon approval by the Court.

78. Any disputes concerning modification of this Decree shall be resolved pursuant to Section X of this Decree (Dispute Resolution), provided, however, that, instead of the burden of proof provided by Paragraph 57, the Party seeking the modification bears the burden of demonstrating that it is entitled to the requested modification in accordance with Federal Rule of Civil Procedure 60(b).

XVII. TERMINATION

79. If QEPFS has completed the requirements of Section V (Compliance Requirements) of this Decree, has thereafter maintained substantial compliance with this Consent Decree for a period of 18 months and has paid the civil penalty and any accrued stipulated penalties as required by this Consent Decree, Defendant may serve upon the United States a Notice of Termination, stating that Defendant has satisfied those requirements, together with all necessary supporting documentation. The Notice of Termination shall not include Paragraphs 17, 19, 20, and 23, which shall survive this Consent Decree.

80. Unless the Plaintiff objects in writing with specific reasons within sixty (60) days of receipt of the certification, the Court shall order that this Consent Decree be terminated on QEPFS's motion. If the Plaintiff objects to QEPFS's certification, then the matter shall be submitted to the Court for resolution under Section X (Dispute Resolution) of this Consent Decree.

81. Termination of this Consent Decree will end the Parties' obligations under this Decree, including obligations under Section V (Compliance Requirements) and Section VIII (Stipulated Penalties), with the exception of the obligations referenced in Paragraphs 17, 19, 20,

and 23, which shall expressly survive termination of this Decree. The obligations referenced in Paragraphs 17, 19, 20, and 23 shall continue for each Facility until such time as QEPFS ceases operation of the Facility; obtains a federal minor source preconstruction permits for the Facility that include emissions limits for the units and pollutants covered in Paragraphs 17, 19, 20, and 23; obtains a PSD permit for the Facility that include emissions limits for the units and pollutants covered in Paragraphs 17, 19, 20, and 23; or some combination thereof for each Facility.

82. Upon Termination of this Consent Decree pursuant to Paragraph 80, if Title V permits have been issued containing the applicable requirements contained in Paragraphs 17, 19, 20, and 23, Plaintiff shall enforce such applicable requirements through the Title V permits and the Act.

83. Upon Termination of this Consent Decree pursuant to Paragraph 80, if Title V permits have not been issued or have been issued and expired:

a. For violations of "applicable requirements" contained in Section V other than Paragraphs 17, 19, 20, and 23, Plaintiff shall enforce such "applicable requirements" through Section 113 of the CAA, and not through this Consent Decree.

b. For violations of "applicable requirements" contained in Paragraphs 17, 19, 20, and 23, Plaintiff shall enforce such "applicable requirements" through this Consent Decree pursuant to motion to the Court.

XVIII. COSTS

84. The Parties shall bear their own costs in this action, including attorneys' fees.

XIX. PUBLIC PARTICIPATION

85. This Consent Decree shall be lodged with the Court for a period of not less than 30 Days for public notice and comment in accordance with 28 C.F.R. § 50.7. The United States

reserves the right to withdraw or withhold its consent if the comments regarding the Consent Decree disclose facts or considerations indicating that the Consent Decree is inappropriate, improper, or inadequate. Defendant consents to entry of this Consent Decree without further notice and agrees not to withdraw from or oppose entry of this Consent Decree by the Court or to challenge any provision of the Decree, unless the United States has notified Defendant in writing that it no longer supports entry of the Decree.

XX. SIGNATORIES/SERVICE

86. Each undersigned representative of Defendant and the Assistant Attorney General for the Environment and Natural Resources Division of the Department of Justice certifies that he or she is fully authorized to enter into the terms and conditions of this Consent Decree and to execute and legally bind the Party he or she represents to this document.

87. This Consent Decree may be signed in counterparts, and its validity shall not be challenged on that basis. Each Party agrees to accept service of process by mail with respect to all matters arising under or relating to this Consent Decree and to waive the formal service requirements set forth in Rules 4 and 5 of the Federal Rules of Civil Procedure and any applicable Local Rules of this Court including, but not limited to, service of a summons.

XXI. INTEGRATION

88. This Consent Decree constitutes the final, complete, and exclusive agreement and understanding among the Parties with respect to the settlement embodied in the Decree and supercedes all prior agreements and understandings, whether oral or written. No other document, nor any representation, inducement, agreement, understanding, or promise, constitutes any part of this Decree or the settlement it represents, nor shall it be used in construing the terms of this Decree.

XXII. FINAL JUDGMENT

89. Upon approval and entry of this Consent Decree by the Court, this Consent Decree shall constitute a final judgment of the Court as to the United States, the Tribe, Plaintiff-Intervenors, and Defendant.

Dated and entered this 3rd day of July, 2012