



UNITED STATES ENVIRONMENTAL PROTECTION AGENCY
REGION 5
77 WEST JACKSON BOULEVARD
CHICAGO, IL 60604-3590

MAY - 4 2015

REPLY TO THE ATTENTION OF:

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

R. Clay Taylor
Environmental Attorney
Whiting Oil and Gas Corporation
1700 Broadway, Suite 2300
Denver, Colorado 80290-2300

Re: Administrative Consent Order EPA-5-15-113(a)-MI-03

Dear Mr. Taylor:

Enclosed is signed copy of the Administrative Consent Order (ACO) regarding the above-captioned case. Please maintain this copy for your records.

The ACO became effective upon the date of signature by the EPA Region 5 Air Division Director. Please direct any questions regarding this case to Mark Palermo, Associate Regional Counsel, 312-886-6082.

Sincerely,

A handwritten signature in black ink, appearing to read "Nathan A. Frank", written over a horizontal line.

Nathan A. Frank
Air Enforcement and Compliance Assurance Branch (IL/IN)

Enclosure

cc: Mark Palermo/C-14J
Chris Hare, MDEQ
Michael A. Peters, Ryan Whaley Coldiron Shandy PLLC (by e-mail)

**UNITED STATES ENVIRONMENTAL PROTECTION AGENCY
REGION 5**

In the Matter of:)	EPA-5-15-113(a)-MI-03
)	
Whiting Oil and Gas Corporation)	Proceeding Under Sections 113(a)(1) and (3) and
West Branch, Michigan)	114(a)(1) of the Clean Air Act, 42 U.S.C.
)	§§ 7413(a)(1) and (3) and 7414(a)(1)
)	

Administrative Consent Order

1. The Director of the Air and Radiation Division, U.S. Environmental Protection Agency (EPA), Region 5, is issuing this Administrative Consent Order (“Order”) to Whiting Oil and Gas Corporation (Whiting) under Sections 113(a)(1) and (3) and 114(a)(1) of the Clean Air Act (CAA), 42 U.S.C. §§ 7413(a)(1) and (3) and 7414(a)(1).

Statutory and Regulatory Background

New Source Performance Standards Subpart KKK

2. Section 111(b) of the CAA, 42 U.S.C. § 7411(b), requires EPA to promulgate New Source Performance Standards (“NSPS”) for certain categories of stationary sources.

3. Pursuant to Section 111(e) of the CAA, 42 U.S.C. §7411(e), after the effective date of a promulgated NSPS, it shall be unlawful for any owner or operator of any new source to operate such source in violation of any NSPS applicable to such source.

4. On June 24, 1985, EPA promulgated, pursuant to Section 111(b) of the CAA, 42 U.S.C. § 7411(b), Subpart KKK - Standards of Performance for Equipment Leaks of VOC from Onshore Natural Gas Processing Plants, 50 Fed. Reg. 26124 (“NSPS Subpart KKK”). Since then, EPA has amended NSPS Subpart KKK at 51 Fed. Reg. 2702 (January 21, 1986), at 65 Fed. Reg. 61773 (October 17, 2000), and at 77 Fed. Reg. 49542 (August 16, 2012). NSPS Subpart KKK is codified at 40 C.F.R. Part 60.

5. NSPS Subpart KKK applies to the following affected facilities (in onshore natural gas processing plants) that commence construction, reconstruction, or modification after January 20, 1984, and on or before August 23, 2011: a compressor in Volatile Organic Compound (“VOC”) service or in wet gas service, and the group of all equipment (except compressors) defined in 40 C.F.R. § 60.631 within a process unit. *See* 40 C.F.R. § 60.630(a). A compressor station, dehydration unit, sweetening unit, underground storage tank, field gas gathering system, or liquefied natural gas unit is covered by NSPS Subpart KKK if it is located at an onshore natural gas processing plant site. *See* 40 C.F.R. § 60.630(e).

6. For purposes of NSPS Subpart KKK, “equipment” is defined in 40 C.F.R. § 60.631 as meaning “each pump, pressure relief device, open-ended valve or line, valve, compressor, and flange or other connector that is in VOC service or in wet gas service, and any device or system required by this subpart.”

7. 40 C.F.R. § 60.632(a) states that each owner or operator subject to the provisions of NSPS Subpart KKK shall comply with the following requirements of Subpart VV - Standards of Performance for Equipment Leaks of VOC in the Synthetic Organic Chemicals Manufacturing Industry for which Construction, Reconstruction, or Modification Commenced After January 5, 1981, and on or before November 7, 2006, 40 C.F.R. Part 60 (“NSPS Subpart VV”): §§ 60.482-1 (a), (b), and (d) and 60.482-2 through 60.482-10, except as provided in § 60.633, as soon as practicable, but no later than 180 days after initial startup.

8. NSPS Subpart VV at 40 C.F.R. § 60.482-4 provides standards specific to pressure relief devices in gas/vapor service and provides, in part, the following:

a. Except during pressure releases, pressure relief devices in gas/vapor service are to be operated with no detectable emissions (*i.e.*, instrument reading of less than 500 parts per

million (“ppm”) above background as determined pursuant to the methods specified in § 60.485(c)).

b. Except as provided in the § 60.482-9 delay of repair provisions, a pressure relief device is required to be returned to a condition of no detectable emissions as soon as practicable but no later than five calendar days after a pressure release and shall be monitored to confirm the conditions of no detectable emissions.

c. Pressure relief devices routed to a process or fuel gas system or equipped with a closed vent system capable of capturing and transporting leakage from a pressure relief device to a control device described in § 60.482-10 are exempted from the above specified requirements.

9. NSPS Subpart KKK at 40 C.F.R. § 60.633 provides that each owner or operator subject to NSPS Subpart KKK may comply with the exceptions to the provisions of NSPS Subpart VV, as specified under § 60.633. 40 C.F.R. § 60.633(b)(1) states pressure relief devices in gas/vapor service may be monitored quarterly and within 5 days after each pressure release to detect leaks by the methods specified in § 60.485(b) except as provided in §§ 60.632(c), 60.633(b)(4), and 60.482-4(a) through (c). 40 C.F.R. § 60.633(d) exempts pumps in light liquid service, valves in gas/vapor and light liquid service, and pressure relief devices at nonfractionating plants with design capacities less than 10 million standard cubic feet per day (“MMSCFD”) of field gas from the routine monitoring requirements of §§ 60.482-2(a)(1), 60.482-7, and 60.633(b)(1).

10. 40 C.F.R. § 60.632(e) of NSPS Subpart KKK states that each owner or operator subject to the provisions of this subpart shall comply with the recordkeeping and reporting provisions of 40 C.F.R. §§ 60.486 and 60.487 except as provided in §§ 60.633, 60.635, and 60.636. 40 C.F.R. § 60.486(i) of NSPS Subpart VV, as referenced in NSPS Subpart KKK at §§

60.632(e) and 60.635(a), states that an analysis demonstrating the design capacity of the affected facility shall be recorded in a log that is kept in a readily accessible location for use in determining exemptions as provided in 40 C.F.R. § 60.480(d).

11. NSPS Subpart VV at 40 C.F.R. § 60.482-10(d) states that flares used to comply with this subpart shall comply with the requirements of 40 C.F.R. § 60.18. 40 C.F.R. § 60.633(g) of NSPS Subpart KKK states that flares used to comply with this subpart shall comply with the requirements of 40 C.F.R. § 60.18 under the NSPS General Provisions.

a. 40 C.F.R. § 60.18(c)(1) states that flares shall be designed for and operated with no visible emissions as determined pursuant to the methods specified in paragraph (f), except for periods not to exceed a total of 5 minutes during any 2 consecutive hours.

b. 40 C.F.R. § 60.18(c)(2) states that flares shall be operated with a flame present at all times, as determined by the methods specified in paragraph (f).

c. 40 C.F.R. § 60.18(d) states that owners or operators of flares used to comply with the provisions of Part 60 shall monitor these control devices to ensure that they are operated and maintained in conformance with their designs, and applicable subparts will provide provisions stating how owners or operators of flares shall monitor these control devices.

d. 40 C.F.R. § 60.18(e) states that flares used to comply with provisions of Part 60 shall be operated at all times when emissions may be vented to them.

e. 40 C.F.R. § 60.18(f)(2) states that the presence of a flare pilot flame shall be monitored using a thermocouple or any other equivalent device to detect the presence of a flame.

12. The NSPS General Provisions, at 40 C.F.R. § 60.11(d), require that at all times, including periods of startup, shutdown, and malfunction, owners and operators shall, to the extent practicable, maintain and operate any affected facility including associated air pollution

control equipment in a manner consistent with good air pollution control practice for minimizing emissions.

National Emission Standards for Hazardous Air Pollutants Subpart HH

13. Section 112(d) of the CAA, 42 U.S.C. § 7412(d), specifies that EPA shall promulgate National Emission Standards for Hazardous Air Pollutants (“NESHAPs”) for certain source categories of Hazardous Air Pollutant (“HAP”) emissions.

14. Section 112(i)(3) of the CAA, 42 U.S.C. § 7412(i)(3), provides that after the effective date of any emission standard, limitation, or regulation promulgated pursuant to Section 112 of the CAA, no person may operate a source in violation of such standard, limitation, or regulation except, in the case of an existing source, the EPA shall establish a compliance date or dates for each category of existing sources which shall provide for compliance as expeditiously as practicable, but in no event later than 3 years after the effective date of such standard subject to limited exception.

15. On June 17, 1999, EPA promulgated, pursuant to Section 112(d) of the CAA, 42 U.S.C. § 7412(d), Subpart HH - National Emission Standards for Hazardous Air Pollutants from Oil and Natural Gas Production Facilities, 64 Fed. Reg. 32628 (“NESHAP Subpart HH”). Since then, EPA has amended NESHAP Subpart HH at 66 Fed. Reg. 34550 (June 29, 2001), at 72 Fed. Reg. 36 (January 3, 2007), and at 77 Fed. Reg. 49568 (August 16, 2012). These standards are codified at 40 C.F.R. Part 63.

16. 40 C.F.R. § 63.760 of the NESHAP Subpart HH states the subpart applies to specific emission points that are located at oil and natural gas production facilities that are area sources of HAP as defined in 40 C.F.R. § 63.761 and either process, upgrade, or store hydrocarbon liquids or that process, upgrade, or store natural gas prior to the point at which

natural gas enters the natural gas transmission and storage source category or is delivered to a final end user. 40 C.F.R. § 63.760(b)(2) of the NESHAP Subpart HH states that for area sources of this type, the affected source includes each Triethylene Glycol (“TEG”) dehydration unit located at the facility. 40 C.F.R. § 63.760(f)(3)(ii) states that the compliance date for an owner or operator of an affected area source that is not located within any Urbanized Area plus offset and Urban Cluster boundary, as defined in 40 C.F.R. § 63.761, is January 5, 2009.

17. 40 C.F.R. § 63.764(e)(1)(i) of the NESHAP Subpart HH states that the owner or operator of an area source is exempt from the requirements of § 63.764(d) if the actual annual average flowrate of natural gas to the glycol dehydration unit is less than 85 thousand standard cubic meters per day, except that the records of the determination of these criteria must be maintained as required in 40 C.F.R. § 63.774(d)(1). 40 C.F.R. § 63.774(d)(1)(i) states that an owner or operator of a glycol dehydration unit that meets the exemption criteria in § 63.764(e)(1)(i) shall maintain the record of the actual annual average natural gas throughput (in terms of natural gas flowrate to the glycol dehydration unit per day) for that glycol dehydration unit.

State Implementation Plan Permit to Install Requirements

18. Section 110(a)(1) of the CAA, 42 U.S.C. § 7410(a)(1), requires each state to adopt and submit to EPA for approval a State Implementation Plan (“SIP”) that provides for the implementation, maintenance, and enforcement of the National Ambient Air Quality Standards (“NAAQS”). Under Section 110(a) of the CAA, 42 U.S.C. § 7410(a), each SIP must include a permit program to regulate the modification and construction of any stationary source of air pollution as necessary to assure that NAAQS are achieved. Pursuant to Section 113(a) and (b) of the CAA, 42 U.S.C. § 7413(a) and (b), upon EPA approval, SIP requirements are federally

enforceable. Under 40 C.F.R. § 52.23, any permit limitation or condition contained within a permit issued under an EPA-approved program that is incorporated in a SIP, is a requirement of the SIP, and is federally enforceable under Section 113 of the CAA, 42 U.S.C. § 7413.

19. On May 6, 1980, EPA approved Michigan Rule 336.1201, “Permits to Install,” as part of the federally enforceable SIP for the State of Michigan. 45 Fed. Reg. 29790 (May 6, 1980).

Permit No. 529-87

20. The Michigan Department of Natural Resources (“MDNR”) issued Permit No. 529-87 on July 30, 1987, which contains the following conditions at the non-fractionating natural gas processing facility owned and operated by Whiting and located in West Branch, Michigan (West Branch Gas Plant):

a. Special Condition 14 states that there shall be no visible emissions from the natural gas processing facility.

b. Special Condition 15 states that there shall be no visible emissions from the flare, except as provided for in Subpart KKK.

c. Appendix A, Preliminary Leak Detection and Maintenance Plan, of Permit No. 529-87, states that “[t]he flare will be operated with a flame present at all times, and be designed for and operated with no visible emissions except for periods not to exceed a total of five minutes during any two consecutive hours. The flare will also comply with exit velocity limitations specified in [40 C.F.R. § 60.18] during normal operations.”

Permit No. 544-88

21. The MDNR issued Permit No. 544-88 on October 31, 1988, which contains the following conditions applicable to the condensate truck unload and storage facility associated with the West Branch Gas Plant:

a. Special Condition 14 states that there shall be no visible emissions from the condensate storage tank or flare (*i.e.*, the equipment).

b. Special Condition 16 states that the applicant shall not operate the equipment unless the flare is installed and operating properly.

Permit No. 709-96

22. On December 11, 1996, the Michigan Department of Environmental Quality (“MDEQ”) Air Quality Division approved a Permit to Install (Permit No. 709-96) for certain equipment at the West Branch Gas Plant in response to a permit application from Marathon Oil Company (“MOC”). Whiting became subject to Permit No. 709-96 subsequent to acquiring the equipment subject to the permit on or about September 1, 2002.

23. Permit No. 709-96 contains the following conditions:

a. Special Condition 15 states that the owner and operator shall calculate the actual emission levels for various specified air pollutants based on a 12 month period, rolled monthly using Appendix A of the permit.

b. Special Condition 19 states that the owner or operator of the source shall conduct all necessary maintenance and make all necessary attempts to keep all components of the process equipment in proper operating condition at all times.

c. Special Condition 20 states that operation of oil and gas production facility with a crude oil or condensate storage tank having a capacity equal to or greater than 952 barrels, and the crude oil or condensate having a true vapor pressure of greater

than 1.5 psia, shall not operate the tank(s) unless the pollution control equipment is installed and operating properly.

Permit No. 184-14

24. On February 17, 2015, the Michigan Department of Environmental Quality (“MDEQ”) Air Quality Division approved a Permit to Install (Permit No. 184-14) for the facility formerly named the West Branch Gas Plant, now named the West Branch Production Gathering and Compression Facility.

25. Permit No. 184-14 contains General Condition 11, which states that, except as provided in subrules (2) and (3) or unless the special conditions of the Permit to Install include an alternate opacity limit established pursuant to subrule (4) of R 336.1301, the permittee shall not cause or permit to be discharged into the outer air from a process or process equipment a visible emission of density greater than the most stringent of the following. The grading of visible emissions shall be determined in accordance with R 336.1303.

- a. A six-minute average of 20 percent opacity, except for one six-minute average per hour of not more than 27 percent opacity.
- b. A visible emission limit specified by an applicable federal NSPS.
- c. A visible emission limit specified as a condition of this permit to install.

26. Section 113(a)(1) of the CAA, 42 U.S.C. § 7413 (a)(1), authorizes the Administrator of EPA (the “Administrator”) to issue an order requiring compliance to any person who has violated or is violating a SIP. The Administrator has delegated this authority to the Director of the Air and Radiation Division.

27. Section 113(a)(3) of the CAA, 42 U.S.C. § 7413(a)(3), authorizes the Administrator to issue an order requiring compliance to any person who has violated or is violating the NSPS. The Administrator has delegated this authority to the Director of the Air and Radiation Division.

28. The Administrator may require any person who owns or operates an emission source to make reports; install, use and maintain monitoring equipment; sample emissions; and provide information required by the Administrator under Section 114(a)(1) of the CAA, 42 U.S.C. § 7414(a)(1). The Administrator has delegated this authority to the Director of the Air and Radiation Division.

EPA's Findings

29. Whiting is a corporation doing business in the state of Michigan.

30. Whiting is a "person" as defined in Section 302(e) of the CAA, 42 U.S.C. § 7602(e).

31. Whiting has indicated to EPA that on or about August 24, 2014, natural gas liquid extraction and processing at the West Branch Gas Plant ceased and equipment associated with natural gas liquid extraction and process (*e.g.*, cryogenic unit, condensate stabilizer, and natural gas liquid storage) was physically disconnected and removed from the facility or awaiting removal from the facility. Whiting further has indicated to EPA that after August 24, 2014 the facility is operated solely to gather, dehydrate, and compress natural gas. Whiting has renamed the facility the West Branch Production Gathering and Compression Facility.

32. Whiting owns and operates the facility that previous to August 24, 2014 was named the West Branch Gas Plant located at 2251 Simmons Road, West Branch, Michigan and is now named the West Branch Production Gathering and Compression Facility.

33. On April 4, 2012, EPA conducted an inspection of the West Branch Gas Plant hereafter referred to as the “April 2012 Inspection.”

34. During the April 2012 Inspection, EPA personnel observed the following:

- a. Visible emissions from the flare that exceeded five consecutive minutes;
- b. Hydrocarbons being emitted from the flare stack when the pilot light was not lit

using the FLIR® infrared camera. EPA personnel recorded a video of the occurrence.

35. After the April 2012 Inspection, EPA issued an information request dated August 9, 2012 to Whiting concerning CAA compliance at the West Branch Gas Plant.

36. Whiting submitted a response to the information request on or about August 31, 2012, September 21, 2012, and October 15, 2012.

37. On January 8, 2013, EPA issued Notice of Violation/Finding of Violation (No. EPA-5-13-MI-02) (“NOV/FOV”) that identified alleged violations up through the date of the NOV/FOV of NSPS Subpart KKK, NESHAP Subpart HH, Permit No. 529-87, Permit No. 544-88, and Permit No. 709-96 at Paragraphs 44 through 58 of the NOV/FOV. Whiting subsequently responded to the NOV/FOV.

38. At the time of the April 2012 Inspection and subsequent information request responses in September and October 2012, the West Branch Gas Plant constituted a “natural gas processing plant” as defined under 40 C.F.R. § 60.631 of NSPS Subpart KKK, and was subject to the requirements of NSPS Subpart KKK.

39. Prior to August 24, 2014, some of the West Branch Gas Plant pressure relief devices were equipped with a closed vent system capable of capturing and transporting leakage of VOCs through the pressure relief devices to a flare for emissions control.

40. The facility formerly known as the West Branch Gas Plant and now named the West Branch Production Gathering and Compression Facility is an area source of HAP.

41. The TEG dehydration unit at the facility formerly known as the West Branch Gas Plant and now named the West Branch Production Gathering and Compression Facility is an affected facility as defined in 40 C.F.R. § 63.760 and is subject to the requirements of NESHAP Subpart HH.

42. Whiting owns or operates an “emission source” within the meaning of Section 114(a)(1) of the CAA, 42 U.S.C. § 7414(a)(1). Therefore, Whiting is subject to the requirements of Section 114(a)(1).

43. Based on the April 2012 Inspection and subsequent information request responses in September and October 2012, Whiting violated NSPS Subpart KKK, NSPS Subpart VV, NESHAP Subpart HH, and Permit Nos. 529-87, 544-88, and 709-96 at the West Branch Gas Plant as follows:

a. On April 4, 2012, visible emissions from the flare at the West Branch Gas Plant lasted longer than 5 minutes, in violation of Section 111 of the CAA, 42 U.S.C. § 7411, and its implementing regulation at 40 C.F.R. § 60.18(c)(1), Section 110 of the CAA, 42 U.S.C. § 7410, and its implementing regulation at 40 C.F.R. § 52.23, and permits issued pursuant to the Michigan SIP, Permit No. 529-87 Special Conditions 14 and 15, and Permit No. 544-88 Special Condition 14.

b. Prior to January 31, 2013, Whiting failed to operate a flare thermocouple or equivalent device at the West Branch Gas Plant, in violation of Section 111 of the CAA, 42 U.S.C. § 7411, and its implementing regulation at 40 C.F.R. § 60.18(f)(2), Section 110 of the

CAA, 42 U.S.C. § 7410, and its implementing regulation at 40 C.F.R. § 52.23, and Permit No. 709-96 Special Condition 19.

c. On April 4, 2012, emissions at the West Branch Gas Plant were routed to the flare when the pilot light was not lit, in violation of Section 111 of the CAA, 42 U.S.C. § 7411, and its implementing regulation at 40 C.F.R. § 60.18(e), Section 110 of the CAA, 42 U.S.C. § 7410, and its implementing regulation at 40 C.F.R. § 52.23, and Permit No. 529-87, Special Condition 17 and Permit No. 544-88, Special Condition 16.

d. Based on the April 2012 inspection and responses to EPA's information request, Whiting has failed to measure, calculate, and record the net heating value of the gas, the actual exit velocity, and the maximum permitted velocity of the flare as required by 40 C.F.R. § 60.18(f)(3), (4), and (6). As such, Whiting operated its flare in violation of Section 111 of the CAA, 42 U.S.C. § 7411, and its implementing regulations at 40 C.F.R. § 60.18(c)(3) and (5).

e. Based on Whiting's response to EPA's information request, Whiting has failed to maintain records sufficient to demonstrate the NESHAP Subpart HH exemption criteria for glycol dehydration units have been met, in violation of Section 112 of the CAA, 40 C.F.R. § 7412, and its implementing regulations at 40 C.F.R. §§ 63.764(e)(1) and 63.744(d)(1)(ii).

f. Based on Whiting's response to EPA's information request, Whiting underestimated compressor engine emission calculations in violation of Section 110 of the CAA, 42 U.S.C. § 7410, and its implementing regulation at 40 C.F.R. § 52.23, and Permit No. 709-96, Special Condition 15, issued pursuant to the Michigan SIP.

44. On April 13, 2015, Whiting submitted to EPA updated compressor engine emission estimates to address EPA's allegation of violation described in Paragraph 43.f.

Compliance Program

45. By the effective date of this Order, Whiting must operate the flare at its West Branch Production Gathering and Compression Facility at all times when gas is sent to the flare.

46. By the effective date of this Order, Whiting must comply with the recordkeeping requirements of 40 C.F.R. § 63.774(d)(1)(i) to demonstrate the NESHAP Subpart HH exemption criteria for glycol dehydration units have been met in accordance with 40 C.F.R. § 63.764(e)(1).

47. By the effective date of this Order, Whiting must achieve and maintain compliance with applicable limitations for opacity and visible emissions from the flare at its West Branch Production Gathering and Compression Facility.

48. By no later than six months from the effective date of this Order, Whiting must conduct an opacity compliance test of the flare during a planned West Branch Production Gathering and Compression Facility Blowdown Event to demonstrate the flare's compliance with a 6-minute average opacity limit of 20% opacity, except for one 6-minute average per hour of not more than 27% opacity, specified at Michigan Rule 336.1301, "Standards for density of emissions", and Permit No. 184-14, General Condition 11. The opacity compliance test shall be conducted as follows:

- a. The opacity compliance test shall be conducted using a certified reader and in accordance with EPA Method 9, 40 C.F.R. Part 60, Appendix A-4, and R 336.1303 of the Michigan Air Pollution Control Rules.
- b. The opacity readings shall occur during the entire West Branch Production Gathering and Compression Facility Blowdown Event.
- c. Record a digital video of the flare for the first six minutes of the Method 9 test. The video field of view shall include the entire flame of the flare and background at least approximately three times the height of the flame.

d. Under this Order, a “West Branch Production Gathering and Compression Facility Blowdown Event” shall mean an event where operation of the West Branch Production Gathering and Compression Facility’s low pressure gas compressor ceases, and any remaining natural gas within the following equipment and tank vapors normally collected and contained with the vapor recovery systems (“VRU”) will be directed to the flare:

1. Low pressure gas compressor and associated equipment,
2. Suction and discharge piping associated with the low pressure gas compressor, and
3. Vapors contained in the condensate tanks.

49. Whiting shall, within thirty (30) days of conducting the above opacity compliance test, submit the results of such testing, including the time and duration of the planned West Branch Production Gathering and Compression Facility Blowdown Event, copies of all raw data, complete observation sheets, and video collected as part of the observation event, under Section 114(a)(1) of the CAA, 42 U.S.C. § 7414(a)(1), to EPA.

50. Whiting shall send all reports required by this Order to:

Attention: Compliance Tracker (AE-17J)
Air Enforcement and Compliance Assurance Branch
U.S. Environmental Protection Agency, Region 5
77 W. Jackson Boulevard
Chicago, Illinois 60604

General Provisions

51. Whiting neither admits nor denies the factual allegations and findings of the Order, but in the interest of settlement, Whiting agrees not to contest the jurisdictional allegations in this Order and agrees to the terms of this Order.

52. This Order does not affect Whiting's responsibility to comply with other federal, state and local laws.

53. This Order does not restrict EPA's authority to enforce the Michigan SIP or any other section of the CAA.

54. Nothing in this Order limits the EPA's authority to seek appropriate relief, including penalties, under Section 113 of the CAA, 42 U.S.C. § 7413, for Whiting's violation of applicable NSPS, SIP, and Permit-to-Install requirements.

55. Failure to comply with this Order may subject Whiting to penalties of up to \$37,500 per day for each violation under Section 113 of the CAA, 42 U.S.C. § 7413, and 40 C.F.R. Part 19.

56. The terms of this Order are binding on Whiting, its assignees and successors. Whiting must give notice of this Order to any successors in interest prior to transferring ownership of the West Branch Production Gathering and Compression Facility. Within 10 days after a transfer of ownership occurs, Whiting shall verify to EPA, at the above address, that it has given the notice to the transferee.

57. Whiting may assert a claim of business confidentiality under 40 C.F.R. Part 2, Subpart B, for any portion of the information it submits to EPA. Information subject to a business confidentiality claim is available to the public only to the extent allowed by 40 C.F.R. Part 2, Subpart B. If Whiting fails to assert a business confidentiality claim, EPA may make all submitted information available, without further notice, to any member of the public who

requests it. Emission data provided under Section 114 of the CAA, 42 U.S.C. § 7414, is not entitled to confidential treatment under 40 C.F.R. Part 2, Subpart B. "Emission data" is defined at 40 C.F.R. § 2.301.

58. This Order is not subject to the Paperwork Reduction Act, 44 U.S.C. § 3501 *et seq.*, because it seeks collection of information by an agency from specific individuals or entities as part of an administrative action or investigation. To aid in EPA's electronic recordkeeping efforts, EPA requests Whiting furnish an electronic copy on physical media such as compact disk, flash drive or other similar item. If it is not possible to submit the information electronically, submit the response to this Order without staples; paper clips and binder clips, however, are acceptable.

59. EPA may use any information submitted under this Order in an administrative, civil judicial or criminal action.

60. Except as otherwise specified in this Order, Respondent reserves all of its rights, remedies, and defenses in any future proceeding. This Order shall not be construed to create rights in, or grant any cause of action to, any third party not party to this Consent Decree.

61. Pursuant to Section 113(a)(4) of the CAA, 42 U.S.C. § 7413(a)(4), an order does not take effect until the person to whom it has been issued has had an opportunity to confer with the EPA concerning the alleged violations. By signing this Order, Whiting acknowledges and agrees that it has been provided an opportunity to confer with the EPA prior to issuance of this Order.

62. Whiting waives any and all remedies, claims for relief and otherwise available rights to judicial or administrative review that Whiting may have with respect to any issue of fact

or law set forth in this Order, including any right of judicial review under Section 307(b)(1) of the CAA, 42 U.S.C. § 7607(b)(1).

63. This Order is effective on the date of signature by the Director of the Air and Radiation Division. This Order shall terminate one year from the effective date or sixty (60) days after EPA's receipt of the opacity compliance test report required under Paragraph 49 of this Order, whichever comes first, provided that Whiting has complied with all the terms of the Order throughout its duration.

4/21/2015
Date

Peter W. Hagist
Pete Hagist
Senior Vice President, Planning
Whiting Oil and Gas Corporation

5/4/15
Date

George T. Czerniak
George T. Czerniak
Director
Air and Radiation Division
U.S. Environmental Protection Agency, Region 5

CERTIFICATE OF MAILING

I, Loretta Shaffer, certify that I sent a copy of the Administrative Consent Order EPA-5-15-113(a)-MI-03, by certified mail, return receipt requested to:

R. Clay Taylor
Environmental Attorney
Whiting Oil and Gas Corporation
1700 Broadway, Suite 2300
Denver, Colorado 80290-2300

I also certify that I sent a copy of the Administrative Consent Order, EPA-5-15-113(a)-MI-03, by first-class mail to:

Chris Hare, District Supervisor
Michigan Department of Environmental Quality
Saginaw Bay District
401 Ketchum Street, Suite B
Bay City, Michigan 48708

and by e-mail to

Attorney for Respondent: Michael A. Peters
mpeters@rvanwhalev.com

On the 6 day of May 2015.



Loretta Shaffer, Program Technician
AECAB, PAS

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