



**COMMUNITY AND ECONOMIC DEVELOPMENT
DEPARTMENT**

CASE NO.: RCU2018-00008

CASE NAME: Boardwalk Pipeline Project Phase II-Powhaton

TABLE OF CONTENTS

Exhibit 1 – Staff Report

- 1.1 Board of County Commissioners Report
- 1.1 Board of County Commissioners Alternative Findings for Denial
- 1.3 Planning Commission Report

Exhibit 2- Maps

- 2.1 Zoning Map
- 2.2 Aerial Map
- 2.3 Notice area Map
- 2.4 Future Land Use Map

Exhibit 3- Applicant Information

- 3.1 Applicant Written Explanation
- 3.2 Applicant Site Plan
- 3.3 Applicant Referral Response
- 3.4 The full application can be viewed at: <https://www.adcogov.org/planning/currentcases>

Exhibit 4- Referral Comments

- 4.1 Development Review Team Comments (Planning, Engineering, Right-of-Way, Building Safety, and Parks).
- 4.2 Anadarko Petroleum Company
- 4.3 Brighton Fire District
- 4.4 CDPHE
- 4.5 Commerce City
- 4.6 Tri-County Health
- 4.7 United Power

Exhibit 5- Citizen Comments

None

Exhibit 6- Associated Case Materials

- 6.1 Certificate of Posting
- 6.2 Public Hearing Notice
- 6.3 Request for Comments
- 6.4 Publishing information
- 6.5 Property Owner Labels

6.6 Referral Labels

6.7 Development Agreement

6.8 Case Resolution for Case # RCU2016-00016


6.9 Development Agreement resolution for Case # RCU2016-00016



**COMMUNITY AND ECONOMIC DEVELOPMENT
DEPARTMENT
STAFF REPORT**

Board of County Commissioners

July 11, 2017

CASE No.: RCU2017-00008 CASE NAME: Boardwalk Pipeline Project Phase II-Powhaton	
Owner's Name:	Discovery DJ Services, LLC (Cory Jordan)
Applicant's Name:	Discovery DJ Services, LLC
Applicant's Address:	7859 Walnut Hill Lane, Suite 335, Dallas, TX 75230
Location of Request:	Multiple Parcels in Adams County (See Exhibit 2.1)
Nature of Request:	1) Conditional Use Permit to construct a new crude oil pipeline; & 2) Development Agreement that covers pre-construction requirements, construction and operational standards, and maintenance of pipelines.
Zone Districts:	Agriculture-3 (A-3)
Site Size:	Approximately 6 linear miles
Proposed Uses:	Oil Pipeline
Existing Use:	Agriculture uses & approved for a natural gas pipeline
Hearing Date(s):	PC: June 22, 2017 / 6:00 p.m.
	BOCC: July 11, 2017/ 9:30 a.m.
Report Date:	June 26, 2017
Case Manager:	Christopher C. La Rue 
Staff Recommendation:	APPROVAL with 33 Findings-of-Fact & 2 Conditions
PC Recommendation:	APPROVAL with 33 Findings-of-Fact & 1 Condition

SUMMARY OF PREVIOUS APPLICATIONS

On December 13, 2016, the Board of County Commissioners approved a Conditional Use Permit to construct a new natural gas, crude oil and produced liquids pipeline system, Central Delivery Point (CDP) facility, and development agreement through portions of Adams County (Case # RCU2016-00016). This project is currently under construction. The crude oil pipeline approved through this case terminated at the intersection of 120th Avenue and Powhaton Road.

SUMMARY OF APPLICATION

Background

The applicant, Discovery DJ Services (a joint venture between Discovery Midstream Partners, LLC & Ward Petroleum Corporation), is requesting a Conditional Use Permit (CUP) to allow a six mile long crude oil pipeline from the intersection of 120th Avenue and Powhaton Road to a processing facility in Weld County, Colorado. This CUP request extends the Boardwalk Pipeline Project (Case # RCU2016-00016) approved on December 13, 2016. The Boardwalk pipeline project was approved to allow two pipelines, one transporting natural gas from the CDP facility located at the intersection of East 136th Avenue and Highway 85 to Weld County. The second pipeline was approved to transport crude oil from the CDP facility and terminated at the intersection of 120th and Powhaton. According to the applicant, the intent was to extend the crude oil pipeline as well to a location in Weld County similar to the natural gas pipeline. However, logistics for the final destination of the pipeline had not been completed at the time of the Conditional Use Permit in 2016; thus compelling the location of the crude oil pipeline to terminate at 120th and Powhaton. The subject request is to extend the crude oil pipeline from 120th Avenue to Weld County. The proposed pipeline will be installed within the same easement as the previously permitted natural gas pipeline approved on December 13, 2016 by the BOCC.

According to the applicant, the extension of the crude oil pipeline for an additional six miles in length would reduce local truck traffic and emissions, as the pipeline will transport products that would have been delivered by large trucks.

Development Standards and Regulations Requirements

Oil and gas development is overseen by federal, state, and local regulations. Section 4-10-02-03 of the County's Development Standards and Regulations outlines requirements for oil and gas well drilling and production activities in the County. This section also defines oil and gas facilities as any site with associated equipment used for production, treatment and storage of oil and gas waste products. It also includes well pads and equipment used for production as well as temporary storage, staging of oil and gas or any other oil and gas operation, which may cause significant degradation to the environment.

Section 4-10-02-03-06 of the Development Standards and Regulations further outlines the County's process for permitting new oil and gas development sites. Specifically, the regulations contain a two-pronged approach: 1) obtain a Special Use Permit from the Board of Adjustment for each new site for oil and gas development; or 2) execute a Memorandum of Understanding (MOU) and submit an Administrative Use by Special Review Permit for each well pad. Well connects that are 10 inches or less in diameter and two miles or less in length, laid running from the custody transfer point or production facility for a new well to an existing gathering line connection point can be permitted through an executed MOU. However, in cases where pipelines do not conform to the definition of well connects, then a Conditional Use Permit is required. A Conditional Use Permit was required for the subject request because the proposed pipeline would extend beyond two miles in length.

Conditional Use Permit requirements are outlined in Section 2-02-08 of the County's Development Standards and Regulations. For these requests, the applicant must demonstrate that the request is compatible with the surrounding area, not detrimental to the immediate area, all off-site impacts have been addressed, and the site plan will provide the most convenient and functional use of the lots.

The CUP application include submittal items also outlined in Section 6-07-02 of the County's Development Standards and Regulations pertaining to Areas and Activities of State Interest permits. These items are relevant for larger scaled projects, and address issues related to the environment, finance, and other relevant topics. Submittal items outlined in the section include the following information:

- Detailed applicant information
- Extensive information regarding the project
- Information on property rights, permits, and other approvals
- Financial feasibility of the project
- Land use
- Local governmental services
- Financial burden on residents
- Local economy
- Environmental impact analysis: this included analysis on water (surface and ground water), visual impacts, air quality, wetland and riparian areas, flora and fauna, soils, geologic conditions, and areas of paleontological, historic or archaeological importance.

In addition, per Section 6-07-02-03 of the County's Development Standards and Regulations, the applicant is required to submit a routing analysis with at least three alternative routes for the proposed pipeline. According to documents submitted with the application, the preferred route selected for the entire length of the crude oil pipeline will be approximately 18.0 miles long. This 18-mile total length includes the portion of the pipeline that was approved by Adams County in December 2016, which runs from East 136th Avenue, to Weld County. The pipeline will be within an easement that is 80 feet wide, and approximately 174.5 acres of overall land area. The size of the pipeline will be 8.625 inches in diameter and it will operate at a pressure of up to 52,000 pounds per square inch (psi). The site plan submitted with the application also shows the pipeline will be buried at a minimum of 48 inches below grade, and the interior of the pipelines will be coated with an anti-corrosive material to prevent deterioration.

The applicant considered two additional alternative route alignments for the previous Conditional Use Permit pipeline project (see Exhibit 3.2). Although both alternatives offered a shorter, more direct route between the CDP facility and the natural gas compression and processing facility in Weld County, the alternative routes were in close proximity to several developments in the City of Brighton such as the new Prairie View retail area, and the Town of Lochbuie. In addition, the alternative routes show greater impact on adjacent properties such as Barr Lake State Park. The preferred pipeline routes impact only properties zoned Agriculture-3 (A-3) and within unincorporated Adams County. Sections 3-10 of the County's Development Standards and Regulations outline requirements for development in the A-3. Per this section of the Development Standards, the purpose of the A-3 zone district is to provide land, primarily in

holdings of at least thirty-five acres, for dryland or irrigated farming, pasturage, or other related food production uses. The A-3 zone district allows passive uses, including utilities, which are comparable to the proposed request. Staff's recommendation is that the preferred route proposed has the least impact on current and future development as compared with the other alternatives considered.

Staff reviewed submitted documentation with the application and has determined the information provided adequately conforms to the requirements for Areas and Activities of State Interest outlined in Section 6-07-02 of the Development Standards and Regulations. The application documents included information about the company and their financial ability to fund the project. Routing analysis submitted with the application also justified selection of the preferred route. The preferred alignment is the best route that minimizes potential impacts on existing residential developments. In addition, the majority of the property that the pipeline traverses is also predominately used for agriculture, and the construction of the pipeline will not impede current or future use of the surrounding properties. Staff also reviewed submitted environmental impact report included with the application and determined procedures and guidelines outlined in the report adequately demonstrate protection and preservation of water (surface and ground water), visual impacts, air quality, wetland and riparian areas, flora and fauna, soils, geologic conditions, and areas of paleontological, historic or archaeological importance.

Development Agreement

The applicant has agreed to enter into a development agreement with the County for the proposed pipeline. The agreement covers multiple requirements such as pre-construction approvals which include storm water, road crossing and traffic control permits, documentation of standard operating procedures and maintenance of the pipeline. In addition, the development agreement is required to address all comments from review agencies. The Development Agreement conforms to the aforementioned requirements.

Through the agreement, the applicant has also agreed to build the pipeline in accordance with federal safety standards and national engineering design codes. Section 3.B. of the development agreement requires that the pipeline be buried a minimum of 48 inches below ground, except in locations where this depth is not achievable. In such an instance, the pipeline will be equipped with additional mechanical protection, such as increased pipe wall thickness. The development agreement also contains a variety of additional requirements including the provision of "as built" construction drawings to the Adams County Assessor's Office within 120 days of construction completion, the requirement to obtain and comply with an approved traffic control plan, manage stormwater in accordance with local, state, and federal regulations, and many other requirements. Further, the applicant is responsible to maintain all Adams County roadway infrastructures by cleaning it and repairing any damage. The agreement also requires the pipeline to be located out of future road right-of-ways, and any land disturbed by the project area are required to be restored. The development agreement is attached to this report for review and consideration (see Exhibit 6.8). The development agreement has been signed by the applicant.

Future Land Use Designation/Goals of the Comprehensive Plan for the Area:

The proposed pipeline traverses lands designated in the County's Comprehensive Plan as Mixed Use Employment and Agriculture future land use. Analysis of the two future land use designations and its intended purposes are discussed below:

Goals of the Mixed Use Employment Future Land Use:

Per Chapter 5 of the County's Comprehensive Plan, the Mixed Use Employment future land use designation allows for a mixture of employment uses, including offices, retail, and clean, indoor manufacturing, distribution, warehousing, and airport and technology uses. The proposed pipeline will be located within existing pipeline easements and will not hinder development of the surrounding properties from achieving the goals of the Mixed Use Employment designation. In addition, the majority of activities in the area are agricultural with some oil and gas activities. Except initial construction activities, the surrounding properties will not be negatively impacted by the subject request.

Goals of the Agriculture Future Land Use:

Per Chapter 5 of the County's Comprehensive Plan, Agriculture areas are not expected to develop, except for limited areas of low density residential at one dwelling per thirty-five acres. These areas are intended for dryland or irrigated farming, pasturage, or other related food production uses. The segment of the pipeline that runs through the Agriculture future land use designation area will be buried underground. The disturbed lands will also be restored to its original condition after construction of the pipeline.

Site Characteristics:

A majority of the properties that the pipeline traverses are predominantly used for agricultural purposes and single-family homes. Impacts from the pipeline extension are expected to be minimal. The pipeline will be buried underground and also located close to property edges; thus minimizing disturbance to existing and future uses.

General Surrounding Zoning Designations and Existing Use Activity:

Northwest A-3 Predominantly agriculture	North A-3 Predominantly agriculture	Northeast A-3 Predominantly agriculture
West A-3 Predominantly agriculture	Subject Properties A-3 Predominantly agriculture with some single-family	East A-3 Predominantly agriculture
Southwest A-3 Predominantly agriculture	South A-3 Predominantly agriculture	Southeast A-3 Predominantly agriculture

Compatibility with the Surrounding Land Uses:

Although the preferred route for the subject request is longer in distance as in comparison to the alternative routes considered; the route bypasses the City of Brighton, the more populated areas of unincorporated Adams County. The route also bypasses Barr Lake State Park and many local

businesses and residential areas. According to the applicant, the pipeline will be buried and strategically placed along perimeters of properties outside of future road right-of-ways to minimize potential impacts to surrounding properties. No landscaping is required for the pipeline right-of-way, as the lines will be buried underground and not visible.

Planning Commission Update:

The Planning Commission considered this case on June 22, 2017, and recommended unanimous approval of the request. At the hearing, the PC asked the applicant to explain safety requirements of the pipeline. The applicant informed the PC that the pipeline has specific testing requirements such as pressure testing, x-ray, and hydro testing to ensure safety. Both the PC and applicant had no concerns with the staff report or the recommended conditions of approval. Beside the applicant, no one from the public spoke in favor or in opposition to the request.

Staff Recommendation:

Based upon the application, the criteria for conditional use permit approval, and a recent site visit, staff recommends approval of this request with thirty-three findings-of-fact and two conditions.

Findings of fact:

1. The conditional use is permitted in the applicable zone district.
2. The conditional use is consistent with the purposes of these standards and regulations.
3. The conditional use will comply with the requirements of these standards and regulations including, but not limited to, all applicable performance standards.
4. The conditional use is compatible with the surrounding area, harmonious with the character of the neighborhood, not detrimental to the immediate area, not detrimental to the future development of the area, and not detrimental to the health, safety, or welfare of the inhabitants of the area and the County.
5. The conditional use permit has addressed all off-site impacts.
6. The site is suitable for the conditional use including adequate usable space, adequate access, and absence of environmental constraints.
7. The site plans for the proposed conditional use will provide the most convenient and functional use of the lot including the parking scheme, traffic circulation, open space, fencing, screening, landscaping, signage, and lighting.
8. Sewer, water, storm water drainage, fire protection, police protection, and roads are to be available and adequate to serve the needs of the conditional use as designed and proposed.
9. Documentation that prior to site disturbance associated with the Proposed Project, the Applicant can and will obtain all necessary property rights, permits and approvals. The Board

may, at its discretion, defer making a final decision on the application until outstanding property rights, permits and approvals are obtained or the Board may grant a Permit with conditions and/or conditions precedent which will adequately address outstanding concerns.

10. The Proposed Project considers the relevant provisions of the regional water quality plans.
11. The Applicant has the necessary expertise and financial capability to develop and operate the Proposed Project consistent with all requirements and conditions.
12. The Proposed Project is technically and financially feasible.
13. The Proposed Project is not subject to significant risk from Natural Hazards.
14. The Proposed Project is in general conformity with the applicable comprehensive plans.
15. The Proposed Project does not have a significant adverse effect on the capability of local government to provide services or exceed the capacity of service delivery systems.
16. The Proposed Project does not create an undue financial burden on existing or future residents of the County.
17. The Proposed Project does not significantly degrade any substantial sector of the local economy.
18. The Proposed Project does not unduly degrade the quality or quantity of recreational opportunities and experience.
19. The planning, design and operation of the Proposed Project reflects principals of resource conservation, energy efficiency and recycling or reuse.
20. The Proposed Project does not significantly degrade the environment. This includes the considerations that shall be used to determine whether there will be significant degradation of the environment. For purposes of this section, the term environment shall include:
 - Air quality,
 - Visual quality,
 - Surface water quality,
 - Groundwater quality,
 - Wetlands, flood plains, streambed meander limits, recharge areas, and riparian areas,
 - Terrestrial and aquatic animal life,
 - Terrestrial and aquatic plant life, and
 - Soils and geologic conditions.
21. The Proposed Project does not cause a nuisance and, if a nuisance has been determined to be created by the Proposed Project, the nuisance has been mitigated to the satisfaction of the County.

22. The Proposed Project does not significantly degrade areas of paleontological, historical, or archaeological importance.
23. The Proposed Project does not result in unreasonable risk of releases of hazardous materials. In making this determination as to such risk, the Board's consideration shall include:
 - Plans for compliance with Federal and State handling, storage, disposal and transportation requirements,
 - Use of waste minimization techniques, and
 - Adequacy of spill prevention and counter measures, and emergency response plans.
24. The benefits accruing to the County and its citizens from the proposed activity outweigh the losses of any resources within the County, or the losses of opportunities to develop such resources.
25. The Proposed Project is the best alternative available based on consideration of need, existing technology, cost, impact and these Regulations.
26. The Proposed Project shall not unduly degrade the quality or quantity of agricultural activities.
27. The proposed Project does not negatively affect transportation in the area.
28. All reasonable alternatives to the Proposed Project, including use of existing rights-of-way and joint use of rights-of-way wherever uses are compatible, have been adequately assessed and the Proposed Project is compatible with and represents the best interests of the people of the County and represents a fair and reasonable utilization of resources in the Impact Area.
29. The nature and location of the Proposed Project or expansion will not unduly interfere with existing easements, rights-of-way, other utilities, canals, mineral claims or roads.
30. Adequate electric, gas, telephone, water, sewage and other utilities exist or shall be developed to service the site.
31. The proposed project will not have a significantly adverse Net Effect on the capacities or functioning of streams, lakes and reservoirs in the impact area, nor on the permeability, volume, recharge capability and depth of aquifers in the impact area.
32. The purpose and need for the Proposed Project are to meet the needs of an increasing population within the County, the area and community development plans and population trends demonstrate clearly a need for such development.
33. The Proposed Project is compatible with the surrounding area, harmonious with the character of the neighborhood, not detrimental to the immediate area, not detrimental to the future

development of the area, and not detrimental to the health, safety, or welfare of the inhabitants of the area.

Recommended Conditions of Approval:

Recommended Conditions:

1. The applicant shall comply with all terms and conditions of the approved Development Agreement.
2. The operator of the pipeline shall submit annual safety and testing reports to the Adams County Community and Economic Development Department. The reports shall be submitted the second week of each year.

PUBLIC COMMENTS

Property Owners Notified	Number of Responses
78	0

Staff sent referrals to all property owners within 500 feet of the pipeline route. As of writing this report, staff has received no comments from property owners notified.

COUNTY AGENCY COMMENTS

Adams County Building Safety Division:

No concerns noted

Adams County Code Compliance:

No concerns noted

Adams County Environmental Analyst:

No concerns noted

Adams County Finance Department:

No concerns noted

Adams County Parks & Community Resources Department:

No concerns noted

Adams County Sheriff's Office:

No concerns noted

Adams County Treasurer's Office

No concerns noted

Adams County Development Services Engineering

A floodplain use permit is not required for this project. The applicant shall submit and obtain approval for all construction permits prior to construction. The applicant shall also comply with all federal, state, and local water quality requirements. In addition, the applicant shall repair or replace any damaged County infrastructure.

Adams County Development Services Right-of-Way

All proposed pipelines shall be located within easements that are outside of the ultimate right-of-ways for roads, as determined by the Adams County Transportation Plan.

REFERRAL AGENCY COMMENTS

Responding with Comments or Concerns:

Anadarko Petroleum Corporation:

- Anadarko Petroleum Corporation stated their company has recorded oil and gas leases and pipelines that could be impacted by the proposed project. They indicated a consensus has been reached with the applicant and both parties have agreed to collaborate for safe planning and coordination of the project.

Commerce City:

- Commerce City responded to the referral review expressing concerns with the section of the pipeline that traverses through the City's growth area. They also requested location of the pipeline to be located outside the City's future road right-of-ways. The site plan submitted with the application shows the lines will be located outside the City's potential future road rights-of-way.

Tri-County Health Department:

- Tri-County Health reviewed the request and provided documentation with guidelines on sanitary and solid waste disposal, groundwater discharge, and protection of septic systems and above ground valves. The applicant has agreed to comply with the guidelines and requirements of Tri-County. In addition, the Development Agreement has requirements for the applicant to comply with all Tri-County requirements.

Responding without Concerns:

Brighton Fire District
CDPHE
United Power

Notified but not Responding / Considered a Favorable Response:

Burlington Ditch Company
CDPHE
Century Link
Colorado Division of Wildlife
Comcast
DIA
FAA

Metro Wastewater Reclamation
RTD
School District 27J
VanAire HOA
Weld County
Xcel Energy



Planning and Development Department
4430 South Adams County Parkway, 1st Floor, Suite W2000A
Brighton, CO 80601-8216
PHONE 720.523.6800 FAX 720.523.6998

MEMORANDUM

To: Board of County Commissioners

From: Christopher C. La Rue, Senior Planner

Subject: Boardwalk Pipeline Project / Case #RCU2017-00008

Date: July 11, 2017

If the Board of County Commissioners does not concur with the staff recommendation of Approval, the following findings may be adopted as part of a decision of Denial:

ALTERNATIVE RECOMMENDED FINDINGS

1. The conditional use is not permitted in the applicable zone district.
2. The conditional use is not consistent with the purposes of these standards and regulations.
3. The conditional use will not comply with the requirements of these standards and regulations including, but not limited to, all applicable performance standards.
4. The conditional use is not compatible with the surrounding area, harmonious with the character of the neighborhood, detrimental to the immediate area, detrimental to the future development of the area, and detrimental to the health, safety, or welfare of the inhabitants of the area and the County.
5. The conditional use permit has not addressed all off-site impacts.
6. The site is not suitable for the conditional use including adequate usable space, adequate access, and absence of environmental constraints.
7. The site plan for the proposed conditional use will not provide the most convenient and functional use of the lot including the parking scheme, traffic circulation, open space, fencing, screening, landscaping, signage, and lighting.
8. Sewer, water, storm water drainage, fire protection, police protection, and roads are not available and are not adequate to serve the needs of the conditional use as designed and proposed.

9. Documentation that prior to site disturbance associated with the Proposed Project, the Applicant cannot and will not obtain all necessary property rights, permits and approvals. The Board may, at its discretion, defer making a final decision on the application until outstanding property rights, permits and approvals are obtained or the Board may grant a Permit with conditions and/or conditions precedent which will adequately address outstanding concerns.
10. The Proposed Project does not consider the relevant provisions of the regional water quality plans.
11. The Applicant does not have the necessary expertise and financial capability to develop and operate the Proposed Project consistent with all requirements and conditions.
12. The Proposed Project is not technically and financially feasible.
13. The Proposed Project is subject to significant risk from Natural Hazards.
14. The Proposed Project is not in general conformity with the applicable comprehensive plans.
15. The Proposed Project has a significant adverse effect on the capability of local government to provide services or exceed the capacity of service delivery systems.
16. The Proposed Project creates an undue financial burden on existing or future residents of the County.
17. The Proposed Project significantly degrades any substantial sector of the local economy.
18. The Proposed Project unduly degrades the quality or quantity of recreational opportunities and experience.
19. The planning, design and operation of the Proposed Project does not reflect principals of resource conservation, energy efficiency and recycling or reuse.
20. The Proposed Project significantly degrades the environment. Appendix A includes the considerations that shall be used to determine whether there will be significant degradation of the environment. For purposes of this section, the term environment shall include:
 - Air quality,
 - Visual quality,
 - Surface water quality,
 - Groundwater quality,
 - Wetlands, flood plains, streambed meander limits, recharge areas, and riparian areas,
 - Terrestrial and aquatic animal life,
 - Terrestrial and aquatic plant life, and

- Soils and geologic conditions.
21. The Proposed Project causes a nuisance and, if a nuisance has been determined to be created by the Proposed Project, the nuisance has been mitigated to the satisfaction of the County.
 22. The Proposed Project significantly degrades areas of paleontological, historical, or archaeological importance.
 23. The Proposed Project results in unreasonable risk of releases of hazardous materials. In making this determination as to such risk, the Board's consideration shall include:
 - Plans for compliance with Federal and State handling, storage, disposal and transportation requirements,
 - Use of waste minimization techniques, and
 - Adequacy of spill prevention and counter measures, and emergency response plans.
 24. The benefits accruing to the County and its citizens from the proposed activity do not outweigh the losses of any resources within the County, or the losses of opportunities to develop such resources.
 25. The Proposed Project is not the best alternative available based on consideration of need, existing technology, cost, impact and these Regulations.
 26. 18. The Proposed Project unduly degrades the quality or quantity of agricultural activities.
 27. The proposed Project negatively affects transportation in the area.
 28. All reasonable alternatives to the Proposed Project, including use of existing rights-of-way and joint use of rights-of-way wherever uses are compatible, have not been adequately assessed and the Proposed Project is not compatible with and does not represent the best interests of the people of the County and does not represent a fair and reasonable utilization of resources in the Impact Area.
 29. The nature and location of the Proposed Project or expansion will unduly interfere with existing easements, rights-of-way, other utilities, canals, mineral claims or roads.
 30. Adequate electric, gas, telephone, water, sewage and other utilities do not exist or shall not be developed to service the site.
 31. The proposed project will have a significantly adverse Net Effect on the capacities or functioning of streams, lakes and reservoirs in the impact area, or on the permeability, volume, recharge capability and depth of aquifers in the impact area.


32. The purpose and need for the Proposed Project are not to meet the needs of an increasing population within the County, the area and community development plans and population trends do not demonstrate clearly a need for such development.
33. The Proposed Project is not compatible with the surrounding area, not harmonious with the character of the neighborhood, detrimental to the immediate area, detrimental to the future development of the area, and detrimental to the health, safety, or welfare of the inhabitants of the area.



**COMMUNITY AND ECONOMIC DEVELOPMENT
DEPARTMENT
STAFF REPORT**

Planning Commission

June 22, 2017

CASE No.: RCU2017-00008 CASE NAME: Boardwalk Pipeline Project Phase II-Powhaton	
Owner's Name:	Discovery DJ Services, LLC (Cory Jordan)
Applicant's Name:	Discovery DJ Services, LLC
Applicant's Address:	7859 Walnut Hill Lane, Suite 335, Dallas, TX 75230
Location of Request:	Multiple Parcels in Adams County (See Exhibit 2.1)
Nature of Request:	1) Conditional Use Permit to construct a new crude oil pipeline; & 2) Development Agreement that covers pre-construction requirements, construction and operational standards, and maintenance of pipelines.
Zone Districts:	Agriculture-3 (A-3)
Site Size:	Approximately 6 linear miles
Proposed Uses:	Oil Pipeline
Existing Use:	Agriculture uses & approved for a natural gas pipeline
Hearing Date(s):	PC: June 22, 2017 / 6:00 p.m.
	BOCC: July 11, 2017/ 9:30 a.m.
Report Date:	May 24, 2017
Case Manager:	Christopher C. La Rue 
Staff Recommendation:	APPROVAL with 33 Findings-of-Fact & 2 Conditions

SUMMARY OF PREVIOUS APPLICATIONS

On December 13, 2016, the Board of County Commissioners approved a Conditional Use Permit to construct a new natural gas, crude oil and produced liquids pipeline system, Central Delivery Point (CDP) facility, and development agreement through portions of Adams County (Case # RCU2016-00016). This project is currently under construction. The crude oil pipeline approved through this case terminated at the intersection of 120th Avenue and Powhaton Road.

SUMMARY OF APPLICATION

Background

The applicant, Discovery DJ Services (a joint venture between Discovery Midstream Partners, LLC & Ward Petroleum Corporation), is requesting a Conditional Use Permit (CUP) to allow a six mile long crude oil pipeline from the intersection of 120th Avenue and Powhaton Road to a processing facility in Weld County, Colorado. This CUP request extends the Boardwalk Pipeline Project (Case # RCU2016-00016) approved on December 13, 2016. The Boardwalk pipeline project was approved to allow two pipelines, one transporting natural gas from the CDP facility located at the intersection of East 136th Avenue and Highway 85 to Weld County. The second pipeline was approved to transport crude oil from the CDP facility and terminated at the intersection of 120th and Powhaton. According to the applicant, the intent was to extend the crude oil pipeline as well to a location in Weld County similar to the natural gas pipeline. However, logistics for the final destination of the pipeline had not been completed at the time of the Conditional Use Permit in 2016; thus compelling the location of the crude oil pipeline to terminate at 120th and Powhaton. The subject request is to extend the crude oil pipeline from 120th Avenue to Weld County. The proposed pipeline will be installed parallel to within the same easement as the previously permitted natural gas pipeline approved on December 13, 2016 by the BOCC.

According to the applicant, the extension of the crude oil pipeline for an additional six miles in length would reduce local truck traffic and emissions, as the pipeline will transport products that would have been delivered by large trucks.

Development Standards and Regulations Requirements

Oil and gas development is overseen by federal, state, and local regulations. Section 4-10-02-03 of the County's Development Standards and Regulations outlines requirements for oil and gas well drilling and production activities in the County. This section also defines oil and gas facilities as any site with associated equipment used for production, treatment and storage of oil and gas waste products and includes the well pad and equipment used for production as well as temporary storage, staging of oil and gas or any other oil and gas operation, which may cause significant degradation to the environment.

Section 4-10-02-03-06 of the Development Standards and Regulations further outlines the County's process for permitting new oil and gas development sites. Specifically, the regulations contain a two-pronged approach: 1) obtain a Special Use Permit from the Board of Adjustment for each new site for oil and gas development; or 2) execute a Memorandum of Understanding (MOU) and submit an Administrative Use by Special Review Permit for each well pad. Well connects that are 10 inches or less in diameter and two miles or less in length, laid running from the custody transfer point or production facility for a new well to an existing gathering line connection point can be permitted through an executed MOU. However, in cases where pipelines do not conform to the definition of well connects, then a Conditional Use Permit is required. A Conditional Use Permit was required for the subject request because the proposed pipeline would extend beyond two miles in length.

Conditional Use Permit requirements are outlined in Section 2-02-08 of the County's Development Standards and Regulations. For these requests, the applicant must demonstrate that the request is compatible with the surrounding area, not detrimental to the immediate area, all off-site impacts have been addressed, and the site plan will provide the most convenient and functional use of the lots.

In addition, the CUP application contained submittal items from Section 6-07-02 of the County's Development Standards and Regulations pertaining to Areas and Activities of State Interest permits. These items are relevant to projects of significant scale and address issues related to the environmental impacts of a project, financial impacts, and other relevant topics. Submittal items outlined in the section include the following information:

- Detailed applicant information
- Extensive information regarding the project
- Information on property rights, permits, and other approvals
- Financial feasibility of the project
- Land use
- Local governmental services
- Financial burden on residents
- Local economy
- Environmental impact analysis: this included analysis on water (surface and ground water), visual impacts, air quality, wetland and riparian areas, flora and fauna, soils, geologic conditions, and areas of paleontological, historic or archaeological importance.

In addition, per Section 6-07-02-03 of the County's Development Standards and Regulations the applicant is required to submit a routing analysis with at least three alternative routes for the proposed pipeline. According to documents submitted with the application, the preferred route selected for the entire length of the crude oil pipeline will be approximately 18.0 miles long. This 18-mile total length includes the portion of the pipeline that was approved by Adams County in December 2016. The pipeline will be within an easement that is 80 feet wide, creating a total impacted area of approximately 174.5 acres. The size of the pipeline will be 8.625 inches in diameter and it will operate up to 52,000 pounds per square inch (psi). The site plan submitted with the application also shows the pipeline will be buried at a minimum of 48 inches below grade, and the interior of the pipelines will be coated with an anti-corrosive material to prevent deterioration.

The applicant considered two additional alternative route alignments for the previous Conditional Use Permit pipeline project (see Exhibit 3.2). Although both alternatives offered a shorter, more direct route between the CDP facility and the natural gas compression and processing facility in Weld County, the alternative routes were in close proximity to several developments in the City of Brighton such as the new Prairie View retail area, and the Town of Lochbuie. In addition, the alternative routes would have greater impact on adjacent properties such as Barr Lake State Park. The preferred pipeline routes impact only properties zoned Agriculture-3 (A-3) within unincorporated Adams County. Sections 3-10 of the County's Development Standards and Regulations outline requirements for development in the A-3. Per this section of the Development Standards, the purpose of the A-3 zone district is to provide land, primarily in

holdings of at least thirty-five acres, for dryland or irrigated farming, pasturage, or other related food production uses. The A-3 zone district allows passive uses, including utilities, which are comparable to the proposed request. Staff's recommendation is that the preferred route proposed by the applicant has the least impact on current and future development compared to the other alternatives considered.

Staff reviewed submitted documentation with the application and has determined the information provided adequately conforms to the requirements for Areas and Activities of State Interest outlined in Section 6-07-02 of the Development Standards and Regulations. The applicant provided information about the company and their financial ability to fund the project. Routing analysis submitted with the application also justified selection of the preferred route. The preferred alignment is the best route that minimizes potential impacts on existing residential developments. In addition, the majority of the property that the pipeline traverses is also predominately used for agriculture, and the construction of the pipeline will not impede current or future use of the surrounding properties. Staff also reviewed the submitted environmental impact report and determined procedures and guidelines outlined in the report adequately demonstrate protection and preservation of water (surface and ground water), visual impacts, air quality, wetland and riparian areas, flora and fauna, soils, geologic conditions, and areas of paleontological, historic or archaeological importance.

Development Agreement

The applicant has agreed to enter into a development agreement with the County for the proposed pipeline. The agreement covers multiple requirements such as pre-construction compliance with referrals, submittal of construction plans, and submittal of traffic control plans, standards of construction for the pipeline, operational standards, and ongoing maintenance of the pipeline. Through the agreement, the applicant has formally agreed to build the pipeline in accordance with federal safety standards and national engineering design codes. Section 3.B. of the development agreement requires that the pipeline be buried a minimum of 48 inches below ground, except in locations where this burial depth is not achievable. In those cases, the pipeline will have additional mechanical protection, such as increased pipe wall thickness. The development agreement also contains a wide variety of additional requirements including the provision of "as built" construction drawings to the Adams County Assessor's Office within 120 days of construction completion, the requirement to obtain and comply with an approved traffic control plan, requirements to manage stormwater in accordance with local, state, and federal regulations, and many other requirements. The applicant is responsible to maintain all Adams County roadway infrastructures by cleaning it and repairing any damage. In addition, the agreement requires the pipeline to be located out of future road right-of-ways. Any lands disturbed by the project area are required to be restored. The development agreement is attached to this report for review and consideration (see Exhibit 6.8).

Staff is recommending execution of the development agreement as a condition of approval with this request. Specifically, the recommended condition requires execution of the development agreement prior to the Board of County Commissioner's hearing.

Future Land Use Designation/Goals of the Comprehensive Plan for the Area:

The proposed pipeline traverses lands designated in the County's Comprehensive Plan as Mixed Use Employment and Agriculture future land use. Analysis of the two future land use designations and its intended purposes are discussed below:

Goals of the Mixed Use Employment Future Land Use:

Per Chapter 5 of the County's Comprehensive Plan, the Mixed Use Employment future land use designation allows for a mixture of employment uses, including offices, retail, and clean, indoor manufacturing, distribution, warehousing, and airport and technology uses. The proposed pipeline will be located within existing pipeline easements and will not hinder development of the surrounding properties from achieving the goals of the Mixed Use Employment designation. In addition, the majority of activities in the area are agricultural with some oil and gas activities. Except, initial construction activities, the surrounding properties will not be negatively impacted by the subject request.

Goals of the Agriculture Future Land Use:

Per Chapter 5 of the County's Comprehensive Plan, Agriculture areas are not expected to develop, except for limited areas of low density residential at one dwelling per thirty-five acres. These areas are intended for dryland or irrigated farming, pasturage, or other related food production uses. The segment of the pipeline that runs through the Agriculture future land use designation area will be buried underground. The disturbed lands will also be restored to its original condition after construction of the pipeline.

Site Characteristics:

A majority of the properties to be utilized through easements are predominantly used for agricultural purposes and single-family homes. Impacts from the pipeline extension are expected to be minimal. The pipeline will be buried underground and also located close to property edges; thus minimizing disturbance to existing and future uses.

General Surrounding Zoning Designations and Existing Use Activity:

Northwest A-3 Predominantly agriculture	North A-3 Predominantly agriculture	Northeast A-3 Predominantly agriculture
West A-3 Predominantly agriculture	Subject Properties A-3 Predominantly agriculture with some single-family	East A-3 Predominantly agriculture
Southwest A-3 Predominantly agriculture	South A-3 Predominantly agriculture	Southeast A-3 Predominantly agriculture

Compatibility with the Surrounding Land Uses:

Although the preferred route for the subject request is longer in distance as in comparison to the alternative routes considered; the route bypasses the City of Brighton, the more populated areas

of unincorporated Adams County. The route also bypasses Barr Lake State Park and many local businesses and residential areas. According to the applicant, the pipeline will be buried and strategically placed along perimeters of properties outside of future road right-of-ways to minimize potential impacts to surrounding properties. No landscaping is required for the pipeline right-of-way as the lines will be buried underground.

Staff Recommendation:

Based upon the application, the criteria for conditional use permit approval, and a recent site visit, staff recommends approval of this request with thirty-three findings-of-fact and two conditions.

Findings of fact:

1. The conditional use is permitted in the applicable zone district.
2. The conditional use is consistent with the purposes of these standards and regulations.
3. The conditional use will comply with the requirements of these standards and regulations including, but not limited to, all applicable performance standards.
4. The conditional use is compatible with the surrounding area, harmonious with the character of the neighborhood, not detrimental to the immediate area, not detrimental to the future development of the area, and not detrimental to the health, safety, or welfare of the inhabitants of the area and the County.
5. The conditional use permit has addressed all off-site impacts.
6. The site is suitable for the conditional use including adequate usable space, adequate access, and absence of environmental constraints.
7. The site plans for the proposed conditional use will provide the most convenient and functional use of the lot including the parking scheme, traffic circulation, open space, fencing, screening, landscaping, signage, and lighting.
8. Sewer, water, storm water drainage, fire protection, police protection, and roads are to be available and adequate to serve the needs of the conditional use as designed and proposed.
9. Documentation that prior to site disturbance associated with the Proposed Project, the Applicant can and will obtain all necessary property rights, permits and approvals. The Board may, at its discretion, defer making a final decision on the application until outstanding property rights, permits and approvals are obtained or the Board may grant a Permit with conditions and/or conditions precedent which will adequately address outstanding concerns.
10. The Proposed Project considers the relevant provisions of the regional water quality plans.

11. The Applicant has the necessary expertise and financial capability to develop and operate the Proposed Project consistent with all requirements and conditions.
12. The Proposed Project is technically and financially feasible.
13. The Proposed Project is not subject to significant risk from Natural Hazards.
14. The Proposed Project is in general conformity with the applicable comprehensive plans.
15. The Proposed Project does not have a significant adverse effect on the capability of local government to provide services or exceed the capacity of service delivery systems.
16. The Proposed Project does not create an undue financial burden on existing or future residents of the County.
17. The Proposed Project does not significantly degrade any substantial sector of the local economy.
18. The Proposed Project does not unduly degrade the quality or quantity of recreational opportunities and experience.
19. The planning, design and operation of the Proposed Project reflects principals of resource conservation, energy efficiency and recycling or reuse.
20. The Proposed Project does not significantly degrade the environment. This includes the considerations that shall be used to determine whether there will be significant degradation of the environment. For purposes of this section, the term environment shall include:
 - Air quality,
 - Visual quality,
 - Surface water quality,
 - Groundwater quality,
 - Wetlands, flood plains, streambed meander limits, recharge areas, and riparian areas,
 - Terrestrial and aquatic animal life,
 - Terrestrial and aquatic plant life, and
 - Soils and geologic conditions.
21. The Proposed Project does not cause a nuisance and, if a nuisance has been determined to be created by the Proposed Project, the nuisance has been mitigated to the satisfaction of the County.
22. The Proposed Project does not significantly degrade areas of paleontological, historical, or archaeological importance.
23. The Proposed Project does not result in unreasonable risk of releases of hazardous materials. In making this determination as to such risk, the Board's consideration shall include:

- Plans for compliance with Federal and State handling, storage, disposal and transportation requirements,
 - Use of waste minimization techniques, and
 - Adequacy of spill prevention and counter measures, and emergency response plans.
24. The benefits accruing to the County and its citizens from the proposed activity outweigh the losses of any resources within the County, or the losses of opportunities to develop such resources.
 25. The Proposed Project is the best alternative available based on consideration of need, existing technology, cost, impact and these Regulations.
 26. The Proposed Project shall not unduly degrade the quality or quantity of agricultural activities.
 27. The proposed Project does not negatively affect transportation in the area.
 28. All reasonable alternatives to the Proposed Project, including use of existing rights-of-way and joint use of rights-of-way wherever uses are compatible, have been adequately assessed and the Proposed Project is compatible with and represents the best interests of the people of the County and represents a fair and reasonable utilization of resources in the Impact Area.
 29. The nature and location of the Proposed Project or expansion will not unduly interfere with existing easements, rights-of-way, other utilities, canals, mineral claims or roads.
 30. Adequate electric, gas, telephone, water, sewage and other utilities exist or shall be developed to service the site.
 31. The proposed project will not have a significantly adverse Net Effect on the capacities or functioning of streams, lakes and reservoirs in the impact area, nor on the permeability, volume, recharge capability and depth of aquifers in the impact area.
 32. The purpose and need for the Proposed Project are to meet the needs of an increasing population within the County, the area and community development plans and population trends demonstrate clearly a need for such development.
 33. The Proposed Project is compatible with the surrounding area, harmonious with the character of the neighborhood, not detrimental to the immediate area, not detrimental to the future development of the area, and not detrimental to the health, safety, or welfare of the inhabitants of the area.

Recommended Conditions of Approval:

Recommended Conditions:

1. The applicant shall execute a Development Agreement for this project prior to the scheduled July 11, 2017 Board of County Commissioners hearing for this application. The executed Development Agreement shall be submitted to staff no later than June 30, 2017.
2. The applicant shall comply with all terms and conditions of the approved Development Agreement between Discovery DJ Services, LLC and Adams County.

PUBLIC COMMENTS

Property Owners Notified	Number of Responses
78	0

Staff sent referrals to all property owners within 500 feet of each side of the pipeline route. As of writing this report, staff has received no comments from property owners notified.

COUNTY AGENCY COMMENTS

Adams County Building Safety Division:

No concerns noted

Adams County Code Compliance:

No concerns noted

Adams County Environmental Analyst:

No concerns noted

Adams County Finance Department:

No concerns noted

Adams County Parks & Community Resources Department:

No concerns noted

Adams County Sheriff's Office:

No concerns noted

Adams County Treasurer's Office

No concerns noted

Adams County Development Services Engineering

A floodplain use permit is not required for this project. The applicant shall submit and obtain approval for all construction permits prior to construction. The applicant shall also comply with all federal, state, and local water quality requirements. In addition, the applicant shall repair or replace any damaged County infrastructure.

Adams County Development Services Right-of-Way

All proposed pipelines shall be located within easements that are outside of the ultimate right-of ways for roads, as determined by the Adams County Transportation Plan.

REFERRAL AGENCY COMMENTS

Responding with Comments or Concerns:

Anadarko Petroleum Corporation:

- Anadarko Petroleum Corporation stated their company has recorded oil and gas leases and pipelines that could be impacted by the proposed project. They indicated a consensus has been reached with the applicant and both parties have agreed to collaborate for safe planning and coordination of the project.

Commerce City:

- Commerce City responded to the referral review expressing concerns with the section of the pipeline that traverses through the City's growth area. They also requested location of the pipeline to be located outside the City's future road right-of-ways. The site plan submitted with the application shows the lines will be located outside the City's potential future road rights-of-way.

Tri-County Health Department:

- Tri-County Health reviewed the request and provided documentation with guidelines on sanitary and solid waste disposal, groundwater discharge, and protection of septic systems and above ground valves. The applicant has agreed to comply with the guidelines and requirements of Tri-County. In addition, the Development Agreement has requirements for the applicant to comply with all Tri-County requirements.

Responding without Concerns:

Brighton Fire District

CDPHE

United Power

Notified but not Responding / Considered a Favorable Response:

Burlington Ditch Company

CDPHE

Century Link

Colorado Division of Wildlife

Comcast

DIA

FAA

Metro Wastewater Reclamation

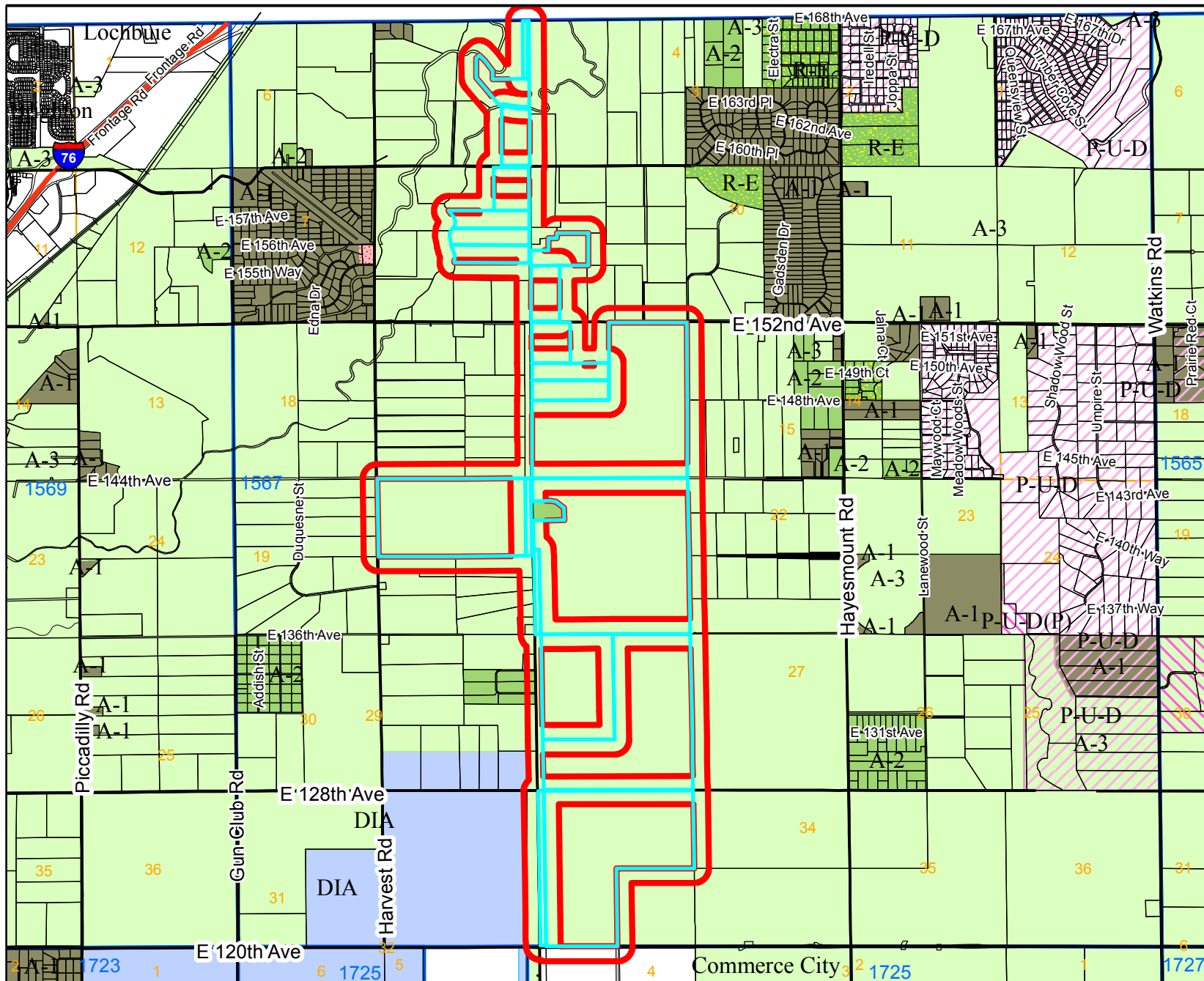
RTD

School District 27J

VanAire HOA

Weld County

Xcel Energy



Boardwalk Pipeline Project-Phase II

RCU2017-00008



For display purposes only.

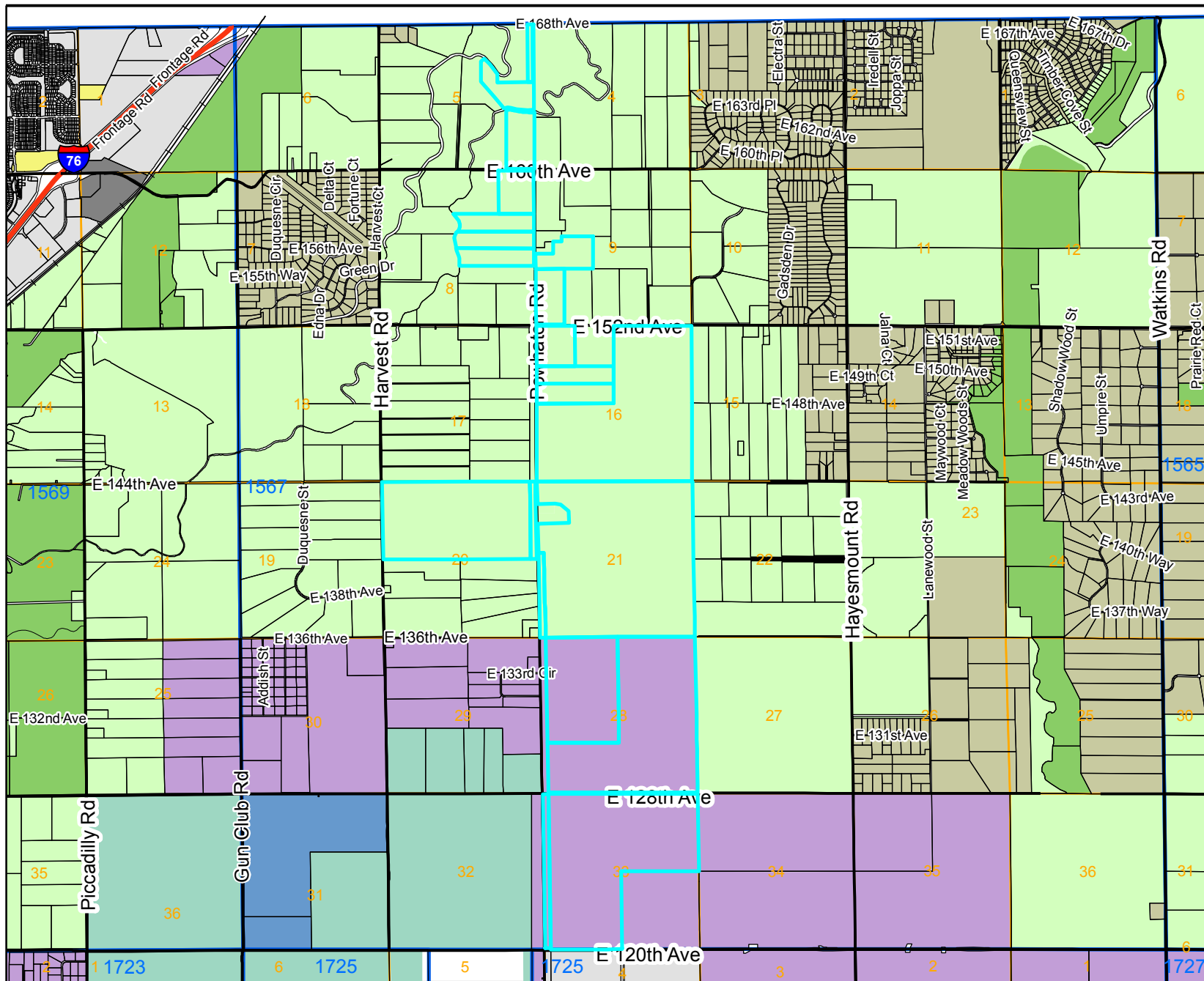
LEGEND

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



ADAMS COUNTY
COLORADO

This map is made possible by the Adams County GIS group, which assumes no responsibility for its accuracy



LEGEND

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

Boardwalk Pipeline Project-Phase II

RCU2017-00008



For display purposes only.



ADAMS COUNTY
COLORADO

This map is made possible
by the Adams County GIS
group, which assumes no
responsibility for its accuracy

1.0 INTRODUCTION

Discovery DJ Services, LLC (“Discovery”), a joint venture between Discovery Midstream Partners, LLC and Ward Petroleum, is submitting this application for a Conditional Use Permit (“CUP”) to Adams County. The application is in accordance with the requirements outlined under Chapter 2 of the Adams County Development Standards and Regulations (“ACDSR”), the Conditional Use Permit Checklist, and additional requested submittal criteria for the Adams County Areas and Activities of State Interest (“AASI”) Checklist, as outlined during the conceptual review process and subsequent Adams County Conceptual Review Meeting Summary Letter dated January 30, 2017 and further discussed under Section 2.4 below.

This CUP application is organized in an order to address the requirements of: i) the CUP Checklist; ii) the specific additional applicable items from the AASI Checklist; and iii) additional information as outlined in the conceptual review summary letter and requested by the Adams County Planning Department (“ACPD”) staff.

1.1 PURPOSE & NEED

Advances in oil and gas extraction technologies have resulted in a substantial increase in oil and gas activities across Colorado, more specifically in the Denver-Julesburg Basin and Wattenberg Fields within Adams County. Crude oil and produced liquids (condensate, produced water) from these wells impede the natural gas production and require transportation to oil and gas facilities for processing, treatment, and either disposal or sale to regional markets. Currently, these liquids are transported by truck from the individual well pads resulting in an increasing number of trucks per day on the local city and county roads and state highways. Similarly, the existing natural gas infrastructure in and around these wells is at capacity or doesn’t exist within areas of new drilling. Centralized collection of these liquids and more efficient means of transportation are required to reduce the local truck traffic and facilitate transportation of the natural gas and produced liquids to locations where they can be processed and sold to meet market demands. The Project is a necessary component of the overall system to gather, process, transport and market the area’s natural resources in the Niobrara and Codell formations.

1.2 PROJECT OVERVIEW

The Boardwalk Pipeline Project included a 29.4-mile natural gas gathering trunkline to a new natural gas compression and processing facility located approximately 4.3-miles northwest of Lochbuie, Colorado in the SW of Section 11, Township 1N, Range 66W where the gas will be processed to recover natural gas liquids (“NGL”)’s for delivery to a nearby third party via a new 0.6-mile NGL sales pipeline. Conversely, pipeline quality natural gas off of the new compression and processing facility will be delivered to a new custody meter station for sales to a third-party transmission pipeline via a new 1.4-mile residue gas sales pipeline. Similarly, a new 12-mile crude oil pipeline was constructed concurrently with the proposed natural gas pipeline from the CDP site to the intersection of E. 120th Ave. and Powhaton Rd., where the crude oil pipeline was capped and inerted in place for future crude oil gathering.

Phase II of the Boardwalk Pipeline Project expands on the Boardwalk Pipeline Project (RCU2016-00016) approved December 13, 2016 by the Adams County Board of County Commissioners and will include, in this CUP, the construction expansion of the capped 8” buried crude oil pipeline system, originating at the northeast corner of the intersection of E. 120th Ave and Powhaton Rd. The 8” crude oil line will be installed parallel to, and in the same right-of-way as, the 12” natural gas line constructed for the Boardwalk Pipeline Project from E. 120th Ave. to E. 168th Ave/WCR 2 (Adams County/Weld County line). This segment is approximately 6 miles long.

Sections 1.2.1 below further describes the key infrastructure located within Adams County:

1.2.1 CRUDE OIL PIPELINE

The crude oil pipeline will be constructed of 8.625” O.D. x 219” W.T., X-52, API 5L, PSL2 or comparable line pipe coated with 12-14 mils of fusion bond epoxy for external corrosion protection. All state highway, railroad, city and county road, and other crossings will be crossed by bore or horizontal directional drill (“HDD”), thereby avoiding surface impacts in these areas, utilizing 8.625” O.D. x 0.322” W.T., X-52, API 5L, PSL2 or comparable crossing pipe coated with 12-14 mils of fusion bond epoxy plus an additional 24-30 mils of abrasive resistant overlay coating.

Although the crude oil pipeline does not fall under the jurisdiction of the Code of Federal Regulations (“CFR”), the pipeline will be designed and constructed to meet the requirements of CFR Part 195 “Transportation of Hazardous Liquids by Pipeline”. In general, under the CFR, Discovery is required to construct the pipeline at a depth of 36 inches below ground level. As an additional recognized safety precaution, Discovery will bury the pipeline a minimum of 48 inches below grade. At all county and / or public roads crossings, the pipeline will be buried a minimum of 60 inches below the bottom of the bar ditches (USDOT and Adams County Public Works Department requires a minimum of 36 inches). Discovery will comply all local irrigation ditch company requirements as well as the Nationwide Plan 12 permit for all waterway crossings, which allow waterways to be open cut or bored depending upon the condition of the waterway.

The crude oil pipeline will be designed to facilitate routine pigging operations as well as in-line inspection of the line as required in accordance with the CFR.

Table 1.2.3 below summarizes key information for the crude oil pipeline.

**Table 1.2.3
Boardwalk Pipeline Project – Phase II
Crude Oil Pipeline – AC East Extension**

Pipeline Diameter	8.625” O.D.
Pipeline Wall Thickness	0.219” W.T. (Line Pipe) / 0.322” W.T. (Crossing Pipe)
Yield Strength	52,000 psi (X-52 Grade)
Total Pipeline Length (Phase II, this CUP)	6.0 miles
Total Pipeline Length in Adams County (“ “)	6.0 miles
Total Parcel / Tract Count In Adams County	25

The ultimate capacity of the crude oil pipeline will be 71,000 barrels per day. Comparatively, a typical crude oil truck holds approximately 200 barrels of crude oil, thus the Boardwalk crude oil pipeline will be able to carry the same amount of crude oil as 355 trucks per day at the ultimate capacity.

1.3 DESCRIPTION OF PREFERRED PIPELINE ROUTE

The proposed route for the crude oil pipeline crosses unincorporated Adams County. As outlined in Figure 1.3 on the following page, the capped pipeline originates at the northeast corner of the intersection of Powhatan Rd. and E. 120th Ave., at which time the natural gas gathering trunkline turns north along Powhatan Rd. until it crosses into Weld County approximately 5,000 ft. east of the intersection of Harvest Rd. and E. 168th Ave. / County Road 2. The 8” crude oil line will be installed parallel to, and in the same right-of-way as, the 12” natural gas line constructed for the Boardwalk Pipeline Project from E. 120th Ave. to E. 168th Ave/WCR 2 (Adams County/Weld County line).

4.0 SAFETY

4.1 SAFETY MEASURES

The pipeline will be covered under an Emergency Response Plan. The pipeline will be designed and constructed per code. Control and shut off valves will be strategically placed along the pipeline route and are required to be inspected twice a year on our mainline system. Overpressure protection devices will be installed and inspected annually or as required by code. Additionally, a hydrostatic test will be performed prior to start up. The pipeline will be protected with a leak detection system and monitored by a 24 hour control room through a SCADA system. The pipeline will be identified through pipeline markers. The pipeline will be cathodically protected to mitigate corrosion as well as above ground portions will be inspected through an atmospheric inspection program. Company employees are covered under training programs, including our Operator Qualification Program. Moreover, the company follows a detailed Public Awareness program.

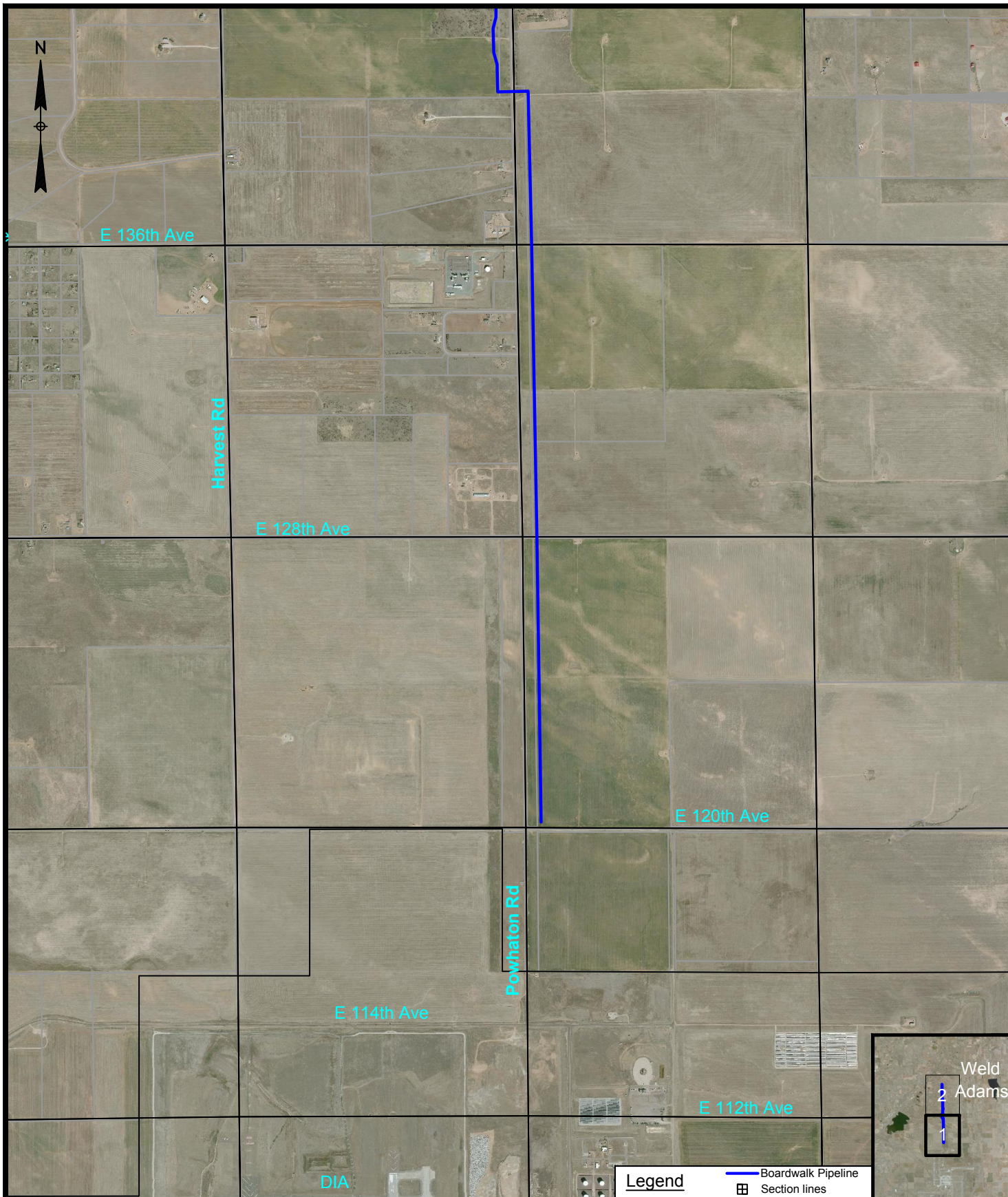
4.2 TYPICAL INCIDENT RESPONSE PROTOCOL

Discovery maintains an emergency response plan which addresses responses to leaks or spills. This response plan contains detailed information on the steps needed to address any emergency event reasonably anticipated to be encountered during pipeline operations. The response plan contains contact information, detailed step by step spill/leak response information, emergency phone numbers for local responders and spill/leak contractors. The response plan is reviewed on a regular basis.

4.3 APPLICANT'S SAFETY RECORD

Discovery has no recordable or non-recordable incidents.

P:\Discovery Midstream\17003 - Discovery Phase II Gas Gathering System\CAD\MAP\SH\T\Route Maps\17003-M-2401.dwg Jeremy Williams 2/9/2017 4:21:49 PM



Legend

- Boardwalk Pipeline
- Section lines

DISCOVERY
MIDSTREAM PARTNERS

BOARDWALK PIPELINE PROJECT - PHASE II
ROUTE MAP - POWHATON
MAP 1 OF 2
ADAMS COUNTY, CO

DRAWN: CHECKED: APPROVED: DATE: SCALE: 1:2400

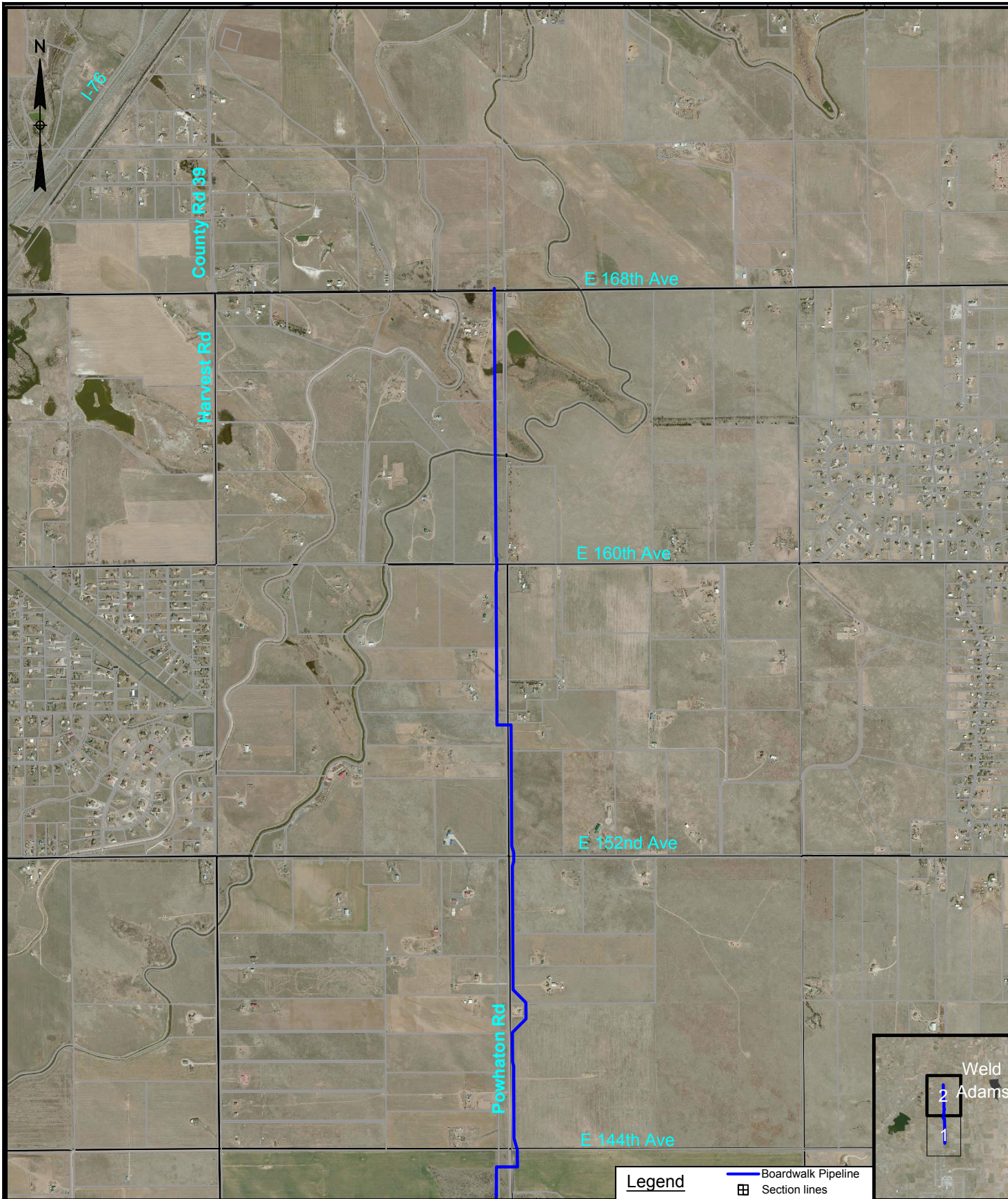
ZION ENGINEERING, LLC

DWG NO.
17003-M-2401

REV.
A

REV.	DESCRIPTION	BY	DATE	CHKD	CHKD
A	Issued w/ Permit Application	JTW	02/09/17	BSM	ALS

P:\Discovery Midstream\17003 - Discovery Phase II Gas Gathering System\CAD\MAP\SHTS\Route Maps\17003-M-2402.dwg Jeremy Williams 2/9/2017 4:25:07 PM



Legend

- Boardwalk Pipeline
- Section lines

DISCOVERY
MIDSTREAM PARTNERS

BOARDWALK PIPELINE PROJECT - PHASE II
ROUTE MAP - POWHATON
MAP 2 OF 2
ADAMS COUNTY, CO

DRAWN: CHECKED: APPROVED: DATE: SCALE: 1:2400

ZION ENGINEERING, LLC

DWG NO.
17003-M-2402

REV.
A

REV.	DESCRIPTION	BY	DATE	CHKD	CHKD
A	Issued w/ Permit Application	JTW	02/09/17	BSM	ALS



Re-submittal Form

Case Number: RCU2017-00008

Case Manager: Chris LaRue

Resubmitted Items:

- ☐ Development Plan/ Site Plan
- ☐ Plat
- ☐ Parking/ Landscape Plan
- ☐ Engineering Documents
- ☐ Subdivision Improvements Agreement
- ☒ Other: Response to Referral Comments

*All re-submittals must have this cover sheet and a cover letter addressing review comments.

The cover letter must include the following information:

- Restate each comment that requires a response
- Provide a response below the comment with a description of the revisions
- And identify any additional changes made to the original document

For County Use Only:

Date Accepted: _____

Edocs # _____

March 30, 2017

Adams County, Colorado
Community & Economic Development Department
4430 South Adams County Parkway
1st Floor, Suite W 2000
Brighton, CO 80601-8204

Reference: Discovery DJ Services, LLC – Boardwalk Pipeline Project Phase II
Project Number: RCU2017-00008
Conditional Use Application: Development Review Team Comments
RCU2017-00008 Boardwalk Pipeline Phase II Case Comments.pdf

The following address the questions and comments by the Adams County Development Review Team (“DRT”) and applicable referral agencies pertaining to the Discovery DJ Services, LLC (“Discovery”) – Boardwalk Pipeline Project Phase II, Powhatan Crude Oil Pipeline Extension and received via e-mail and summarized in the RCU2017-00008 Boardwalk Pipeline Case Comments.pdf dated March 24, 2017 and subsequent late comments received from Anadarko Petroleum, the City of Commerce City, and Tri-County Health on March 27th, 28th, and 29th respectively.

Commenting Division: Building Review
Name of Reviewer: Justin Blair
Date: 02/22/2017

Comment: No Comment

Response: No Response Required.

Commenting Division: Engineering Review
Name of Reviewer: Greg Labrie
Date: 03/24/2017

- 1) ENG1 Comment: Buried pipeline is exempt from the floodplain regulations. A floodplain use permit is not required for this project.

ENG1 Response: No Response Required.

- 2) ENG2 Comment: The applicant shall be responsible to ensure compliance with all Federal, State, and Local water quality construction requirements. Several sections of the "Boardwalk Pipeline Project" are located within the County's MS4 Stormwater Permit area. In the event that the disturbed area of these sites exceeds 1 acre the applicant shall be responsible to prepare the SWMP plan using the Adams County ESC Template, and obtain both a County SWQ Permit and State Permit COR-030000.

ENG2 Response: A Stormwater Management Plan (“SWMP”) will be prepared and both the Adams County SWQ Permit and the Colorado State Permit COR-030000 will be obtained and copies of each permit will be provided to the County prior to the start of construction.

- 3) ENG3 Comment: Prior to issuance of construction permits, the developer is required to submit for review and receive approval of all construction documents (construction plans and reports). Construction documents shall include, at a minimum, site plan(s) and profile(s) showing the specific location of the pipeline, both horizontally and vertically, in any area within the Adams County jurisdiction. All construction documents must meet the requirements of the Adams County Development Standards and Regulations. The developer shall submit to the Adams County Development Review Engineering division the following: Engineering Review Application, two (2) copies of all construction documents. There is a \$100 development review fee for utility projects.

ENG3 Response: Two (2) sets of all Adams County applicable construction documents will be submitted to the Adams County Development Review Engineering division for their review and approval prior to the start of construction. This shall include, but not be limited to the applicable pipeline route maps, alignment sheets, bored and directionally drilled crossing drawings, open cut and other crossing drawings, typical pipeline construction drawings, piping and associated civil / structural / mechanical drawings, and the applicable preliminary hydrotest profile drawings. The \$100 development review fee is acknowledged and will be paid upon submittal of the construction documentation for review.

- 4) **ENG4 Comment:** Several sections of the proposed pipeline project run through jurisdictions that are outside of Adams County authority. Adams County cannot permit or approve the pipeline location or construction in these areas. The developer is responsible for meeting all requirements of other jurisdictions.

ENG4 Response: Discovery has submitted applications with the applicable county and state agencies as well as the required third party authorities. A complete list of these permits, the applicable permitting authority / agency, and the current status of these applications is summarized under Attachment A “Permit Summary & Status”, and is also provided under Exhibit O “Federal, State, & Local Permit List” to the Application for the Conditional Use Permit, which has also been updated to reflect the current status and submitted under separate cover.

Discovery is aware and acknowledges that Adams County cannot permit or approve the pipeline location or construction in areas outside of Adams County’s jurisdiction, and will work with the respective permitting authorities in addition to the County to acquire the applicable permits prior to construction. As outlined under ENG3 response above, copies of only the applicable portions of the detail design and construction drawings for the segments of the pipelines and associated infrastructure within Adams County’s jurisdiction for review and approval by the Adams County Development Review Engineering division.

- 5) **ENG5 Comment:** Adams County does not allow gas pipelines to be located within the County’s Right-of-Way, excepting perpendicular crossings only.

ENG5 Response: The proposed pipeline alignment will parallel the following County Road Rights-of-Way: Powhaton Road. Table ENG5 below summarizes the functional classification and required right-of-way for each County Road as outlined under Figure 6a “Roadway Plan (West)” and Table 6 on pages 25-26 of the 2012 Adams County Transportation Plan (“The Plan”).

Table ENG5
Boardwalk Pipeline Project
Paralleled County Road Classification & Right-of-Way Requirements

No.	County Road	Functional Classification	Right-of-Way Width Required	Notes & Comments
1	Powhaton Road	Rural Collector	80 ft.	

The proposed alignment and the associated planned 30 ft. permanent easement has been reviewed and verified against these ultimate County Road right-of-way requirements. Where conflicts were identified, the proposed alignment has been adjusted to ensure the pipeline(s) and associated easement remain outside of that specified by The Plan for the respective County Roads. The following further describes the proposed alignment in relation to each paralleled County Road:

Powhaton Road

The proposed pipeline parallels Powhaton Road from E. 120th Ave. north to E. 168th Ave. / CO Highway 2, crossing Powhaton Road three (3) times, moving from the east side of the road to the west side and then back to the east following existing utility corridors and accommodating the respective landowner preferences. This section of Powhaton Road is classified as a Rural Collector Road with a planned right-of-way width of 80 ft. under The Plan. Similarly, the portion of Powhaton Road between E. 120th Ave. and E. 136th Ave. falls entirely in land designated for

future DIA Technology in the DIA North Special Planning Area under the City of Commerce City Future Land Use Plan, with a required future right-of-way width of 120 ft. (Ref. Referral Comments and associated Responses on page 7 of this response letter for further discussions pertaining to the City of Commerce City Future Land Use Plan). Figures ENG5a, ENG5b and ENG5c below, and provided under Attachment B “County Road Right-of-Way & Ditch Details” to this response letter, depicts the relation between the proposed pipeline, associated easement, and the future designated right-of-way for Powhatan Road.

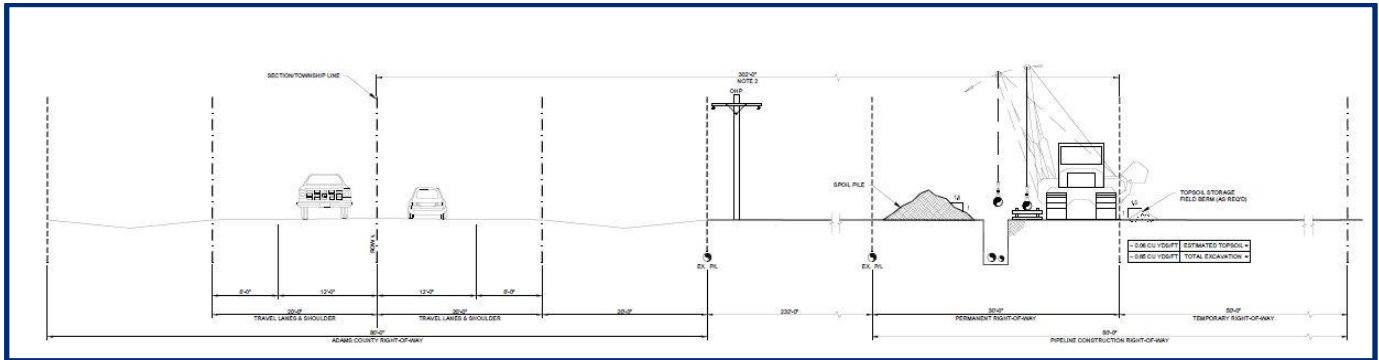


Figure ENG5a – Powhatan Rd. (Area 3) ROW Ditch Profile, Collector (Rural)

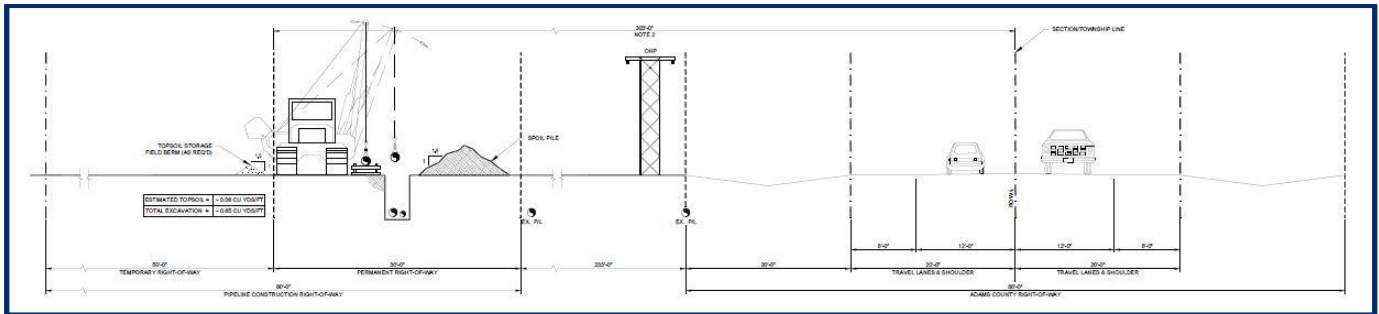


Figure ENG5b – Powhatan Rd. (Area 2) ROW Ditch Profile, Collector (Rural)

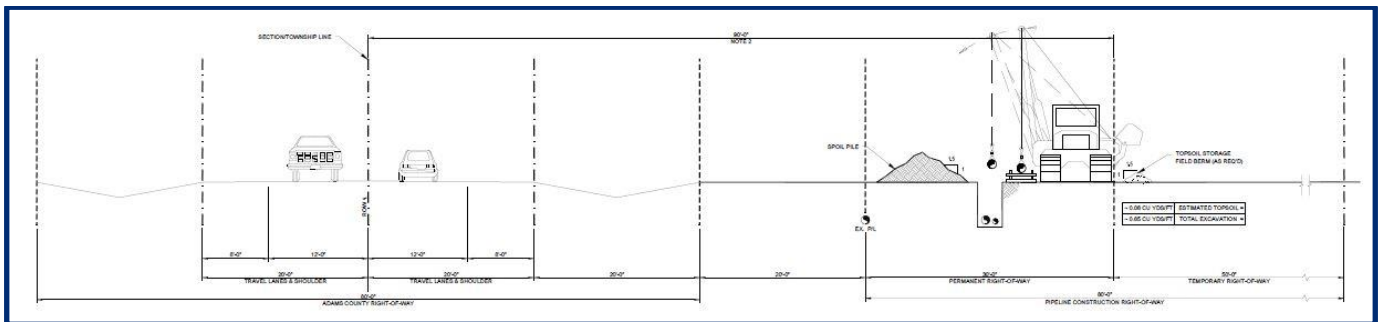


Figure ENG5c – Powhatan Rd. (Area 1) ROW Ditch Profile, Collector (Rural)

In addition, the proposed alignment will cross six (6) County Roads as summarized in Table 1.3a “Adams County Road Crossings” on page 8 of the CUP Application Package. Each of these crossings will be performed utilizing either bored or horizontal directional drill (“HDD”) construction methodologies from outside of the respective County Road Rights-of-Way as outlined in The Plan, providing a minimum 5 ft. depth of cover below the lowest bar ditch pursuant to County requirements.

- 6) **ENG6 Comment:** The developer is responsible for the repair or replacement of any broken or damaged County infrastructure damaged by the construction of this project.

ENG6 Response: Discovery acknowledges that they will be responsible for the repair or replacement of any damaged or broken County infrastructure due to the construction of the Project, to the satisfaction of the County.

- 7) ENG7 Comment: The proposed project alignment(s) are within the boundaries of the following regional drainage studies:

Beebe Draw and Barr Lake Tributary Areas – Outfall Systems Planning Study, Prepared for Urban Drainage and Flood Control District, Adams County, City of Brighton and, Farmers Reservoir and Irrigation Company.
Prepared by Wright Water Engineers, Inc., May 1992. (Pipeline Alignments: Options 1, 2 & 3)

Todd Creek & DFA 0052 OSP, Prepared for Urban Drainage Flood Control District and Adams County,

Flood Hazard Area Delineation Beebe Draw and Left Bank Tributaries, Prepared for Urban Drainage and Flood Control District. Prepared by Kiowa Engineering Corp., July 1993.
(Pipeline Alignments: Option 2)

South Platte River MDP, Prepared for Urban Drainage Flood Control District and Adams County, April 2002.

Second Creek (Downstream of DIA) and DFA 0053, Prepared for Urban Drainage and Flood Control District, and Adams County, October 2003.

For the regional drainage facilities mentioned in the studies listed above, it is recommended that the applicant either avoid them or install the line to a depth below the facility to provide sufficient cover and avoid potential utility conflicts. Show these regional facilities on the plans.

ENG7 Response: The aforementioned regional drainage studies have been reviewed to identify any potential conflicts with the preferred alignment (Option 3). No such drainage facilities along the alignment were identified.

- 8) ENG8 Comment: Full street closings are generally not allowed within Adams County, unless approved by Construction Management. It is recommended that street crossing be bored, when possible, to prevent street closures (even partial closures).

ENG8 Response: All County Roads will be bored or horizontally directionally drilled, and therefore will have no impact to the respective traffic patterns or require full (or partial) street closings.

- 9) ENG9 Comment: All work within County ROW, properties or County regulated floodplains will require construction permitting

ENG9 Response: Discovery acknowledges that all work within County Right-of-Ways, properties, or County regulated floodplains will require construction permitting. All applicable construction permits will be acquired prior to performing any construction activities.

Commenting Division: Environmental Analyst Review

Name of Reviewer: Jen Rutter

Date: 03/06/2017

Comment: No Comment

Response: No Response Required.

Commenting Division: Parks Review**Name of Reviewer: Aaron Clark****Date: 03/06/2017**Comment: No CommentResponse: No Response Required.**Commenting Division: Planner Review****Name of Reviewer: Chris LaRue****Date: 03/24/2017**

- 1) PLN 1 Comment: No comments or concerns with this project. This project involves the extension of the crude oil pipeline which previously stubbed out at 120th and Powhatan.

PLN 1 Response: No Response Required.

- 2) PLN 2 Comment: The pipeline will follow the same alignment as the previously approved gas pipeline.

PLN 2 Response: No Response Required.

- 3) PLN 3 Comment: An updated development agreement shall be submitted with this application.

PLN 3 Response: A preliminary draft of the updated Development Agreement has been provided under Attachment C "Draft Development Agreement", along with an electronic copy submitted along with this referral response.**Commenting Division: ROW Review****Name of Reviewer: Marissa Hillje****Date: 03/15/2017**

- 1) ROW1 Comment: All Pipelines shall be offset from all future expansion per Transportation Masterplan 2012.

ROW1 Response: As outlined under the response to ENG5 above, the proposed pipeline alignment will parallel Powhatan Road which is classified as a rural collector under Figure 6a "Roadway Plan (West)" and Table 6 on pages 25-26 of the 2012 Adams County Transportation Plan ("The Plan"). Discovery has reviewed the proposed alignment against the requirements of The Plan and confirmed compliance with the required offsets.

- 2) ROW2 Comment: Any easement rights should be subordinate to Adams County future ROW.

ROW2 Response: Discovery acknowledges that any easement rights would be subordinate to Adams County future ROW.**Commenting Division: Deputy Fire Marshal, Brighton Fire Rescue District****Name of Reviewer: Whitney Means****Date: 03/21/2017**Comment: No CommentResponse: No Response Required.

Commenting Division: Colorado Department of Public Health & Environment**Name of Reviewer: Paul Lee****Date: 03/10/2017**

Comment: Please check to see if you need to obtain a Land Development Permit from the APCD regarding construction if one or more project will take longer than 6 months in duration or if it is larger than 25 contiguous acres, and emits over 2 tons per year of particulate matter. If this is the case, please contact Aaron Moseley, Permit Engineer, of the Air Pollution Control Division Construction Permit Unit. He can be reached at 303-692-3242 and his email is aaron.moseley@state.co.us More information can be found on <https://www.colorado.gov/pacific/cdphe/APENforms>.

From the project summary, it doesn't look like you'll need to obtain a land development permit but you may want to make sure.

Response: Discovery has confirmed with Mr. Moseley that a new Land Development Permit from the APCD will be required and is in the process of obtaining the permit now. A copy of the permit will be provided to the County prior to starting construction.

Commenting Division: United Power**Name of Reviewer: Marissa Dale****Date: 03/10/2017****Subject: RE: Request for comments Case #RCU2017-00008 Boardwalk Pipeline Phase II**

Thank you for inviting United Power, Inc. to review and comment on Case # RCU2017-00008 Boardwalk Pipeline Phase II referral.

United Power, Inc. owns and maintains existing electric facilities along the pipeline path. As long as utility locates are performed, United Power has no objection.

For any modification to our system, please contact Michael Hess at 303-637-1272.

Response: Discovery contacted Mr. Michael Hess with United Power in May of 2016 to review the route of the 12-inch natural gas pipeline previously approved under RCU2016-0016 and which the crude oil pipeline extension under RCU2017-00008 will parallel. Discovery acknowledges the requirement for performing the applicable utility locates and will do so in accordance with Colorado One-Call requirements and coordinate with United Power accordingly.

Commenting Division: Anadarko Petroleum Corporation**Name of Reviewer: Clint T. Hebert****Date: 03/27/2017****Subject: Discovery Boardwalk Pipeline Project Phase II (RCU2017-00008)**

I am writing this email in regards to a notice (attached) that we received for Discovery Midstream's Boardwalk Pipeline Project Phase II in Adams County, CO. We met with Cory Jordan and three (3) of his colleagues in our Platteville Office last week to discuss this project in greater detail. This project will impact numerous wells, pipelines, and compressor stations owned and operated by Anadarko/Kerr-McGee. We agreed in our meeting that both companies would work together for the safe planning and coordination of this project.

Response: No Response Required. Discovery will continue to work with Anadarko for safe planning and coordination of the project.

Commenting Division: Community Development Department, City of Commerce City

Name of Reviewer: Robin Kerns

Date: 03/28/2017

Subject: RCU2017-00008

Comment: Any proposed staging or storage lots need to be screened from adjacent residential properties and from right-of-way.

Response: The staging of equipment and materials for the project will be performed out of Discovery's CDP Facility site located in Adams County, and the northern portion of the project will be staged out of Discovery's Ft. Lupton Gas Plant located in Weld County. All Temporary Work Spaces ("TWS")'s along the pipeline right-of-way will be maintained in an orderly and clean fashion, free from trash, debris, and unsightly equipment or materials outside of the normal construction equipment and materials typical for pipeline construction. These TWS locations will only be utilized during daylight hours and periodically through the course of construction, but are not anticipated to be used for the storage or staging of equipment and materials and therefore screening will not be necessary.

Comment: Any proposed value set areas should be surrounded by a wrought iron or CMU/masonry wall rather than chain link and barbed wire. This is in keeping with the requirement within Commerce City.

Response: The two block valve sites, constructed under the previously approved RCU2016-0016, will have an 8 ft. chain link security fence with green epoxy coated fencing materials around the perimeter of the site. The southern site closest to 120th Ave and Powhatan Rd. will be 135 feet from the centerline of 120th Ave and will be completely within the pipeline right-of-way. This site is also approximately 285 feet from the Powhatan Rd centerline. The northern valve site along Powhatan Rd. will be approximately 325 feet from the centerline of Powhatan Rd. and is also completely within the pipeline right-of-way. The piping at both sites will be painted desert tan to facilitate blending with the surrounding landscape.

Comment: The area of the proposed pipeline is included within Commerce City's growth area and should be expected, at some time in the future, to be fully annexed into Commerce City. The Commerce City Transportation Plan (dated July 12, 2010) shows E. 120th Avenue as future principal arterial and Powhatan Road as future minor arterial. These will require 150 feet and 120 feet of Right-of-Way respectively. At eventual build out, E. 120th Avenue will accommodate 6 lanes, while Powhatan Road will accommodate four lanes. It will be important to design the location of this pipeline to accommodate full build out width of these arterials roadways, to avoid conflicts and relocation and disruption of services in the long term.

Response: The Commerce City Transportation Plan dated July 12, 2010 has been reviewed and the proposed pipeline route adjusted, as necessary to conform with the current and future plans for the expansion of E. 120th Ave. and Powhatan Rd. Reference the ENG5 response outlined above.

Comment: The City requests that Adams County work with the applicant and our Public Works Department to ensure that the future full ROW of these arterials are effectively accommodated with no or little conflict occurring by the location of this pipeline. This strategic coordination was done on previous pipelines in this area and it resulted in a win-win situation for all parties.

Response: The pipeline alignment is located outside of current City of Commerce City boundaries and the alignment to parallel roads are at a spacing beyond the specified ROW identified in the Commerce City Transportation Plan, dated July 12, 2010. The road crossings have been specified so that the Class III piping follows the future ROW width as specified in the above Plan. Reference the comment and associated response above.

Comment: In addition, the city has this area called out for "DIA Technology" land uses in the future and would also ask that the approved pipeline placement would not jeopardize the location of potential long term ED prospects, which would directly benefit both Commerce City and Adams County along these future arterial corridors. This would be done through the effective placement of the pipeline as it relates to building and property setbacks and the allowance of landscaping and parking to be placed over the pipeline corridor.

Response: The proposed pipeline 30 foot right-of-way along Powhatan Rd from 120th Ave. to 136th Ave in the area designated as DIA Technology is set at 260 to 270 feet from the centerline of Powhatan Rd. and parallels the existing utility corridor. Discovery met with Commerce City staff to review and discuss potential plans for the DIA Technology land use on August 4, 2016 and again on September 7, 2016. At this time the City has not defined specific plans to enable Discovery the review the route against; however, the pipeline has been routed to parallel the 12-inch natural gas pipeline approved under RCU2016-0016 and follow the existing utility corridor running along the east side of Powhatan Rd. to maximize the constructible areas within the respective parcels in an attempt to facilitate the City's future development plans. There are no above grade facilities associated with the Project in this area, and the pipeline will be installed with a minimum cover of 4 ft. below grade and thus poses no detrimental impact to future landscaping or parking area development.

Commenting Division: Tri-County Health Department

Name of Reviewer: Laurel Broten, MPH

Date: 03/29/2017

RE: Boardwalk Pipeline Project – Phase II, TCHD Case No. 4302

- 1) **Comment - On-Site Wastewater Treatment Systems:** Houses and other buildings equipped with plumbing facilities on properties located along the preferred and alternate pipeline routes are serviced by Onsite Wastewater Treatment Systems (OWTS). Our review of the pipeline routes indicates that sections of the pipeline routes may encroach on OWTS on some properties. TCHD recommends that the applicant review the locations of the pipeline routes to determine if they may encroach on OWTS. If it appears that encroachment will occur, it may be necessary to revise the pipeline location or relocate the OWTS. TCHD can provide specific permit information and system diagrams on OWTS for the affected properties.

TCHD provided permit information and system diagrams for properties served by OWTS along the pipeline route so that the applicant could ensure that no encroachment would occur.

Response: Specific permit information and system diagrams for OWTS's on the affected properties, as well as those within the general project area, were received and overlaid against the proposed pipeline alignment along with data for the location of all above ground infrastructure and known subsurface infrastructure captured during survey of the proposed alignment. Following review of this data, Discovery has contacted each respective landowner with identified OWTS's on their property and verified the project and associated proposed alignment will not impact the respective Onsite Wastewater Treatment Systems. Easements crossing each respective property along the proposed alignment are in the process of being secured with the landowner's input and approval to ensure existing, or planned, OWTS's and other property, will not be impacted.

- 2) **Comment - Groundwater Quality Protection:** A scan of the area proposed for the pipeline routes indicates that there may be water wells on the properties where the pipeline is located. Heavy equipment may inadvertently drive over wells during construction, causing damage that may expose the water in the wells to contamination. Where wells are within or close to pipeline routes, we recommend the applicant protect the wells by identifying the areas around wells so that they are visible to vehicle operators/construction crews. This can be accomplished by delineating the area around each well with stakes, colored tape or orange plastic netting.

If the pipeline routes cross over streams and/or wetlands, alluvial groundwater flow could be impacted if trenching intersects the shallow groundwater. If trench dewatering is necessary, the water will be pumped and discharged to alluvial/colluvial sediments close to the stream channel. If discharge of groundwater is necessary during construction, a discharge permit from the Colorado Department of Public Health and Environment (CDPHE), Water Quality Control Division will be necessary.

Response: All existing infrastructure, including existing water wells within close proximity to the construction right-of-way will be located and protected with stakes and orange construction fencing throughout the duration of construction. Where necessary, additional warning signs will be placed to ensure construction traffic is aware of any obstacles along the construction right-of-way.

Where possible wetland crossings would be completed with horizontal directional drills. In areas with trenched wetland crossings the construction right-of-way would be reduced from 80 feet to 50 feet in width, where only the ditch line will be top soiled and the drive space will be matted with pipeline mats to mitigate disturbance. Blading would occur only over the trench line, the traffic lane would be matted with no vegetation disturbance. Construction vehicles would drive on the matted area. Once construction is completed wetlands will be restored to preconstruction conditions and contours, topsoil will be replaced and the wetland will be reseeded. Wetlands should return to preconstruction conditions within 1-2 growing seasons.

If groundwater is encountered during trenching or horizontal directional drill activities, de-watering methods may be employed and the water will be pumped and discharged to alluvial/colluvial sediments close to the pipeline trench. During construction, the applicable BMP's will be employed to mitigate any erosion issues, in accordance with the written Stormwater Management Plan. If necessary, trench breakers will be installed to keep seasonal high water tables from diverting any flow to the pipeline trench.

A Colorado Discharge Permit System ("CDPS") permit will be obtained from the Colorado Department of Public Health and Environment ("CDPHE"), Water Quality Control Division prior to construction.

Overall, the Project area should have no impact to existing water wells or regional groundwater supply or groundwater quality.

- 3) Comment - Protection of Above-Ground Valves: Above-Ground valves may be damaged or vandalized once they are installed and placed into use. On page 8 of the application, it is indicated that there will be two valve sites in Adams County. The application also states that the valves will be enclosed in chain link fences for security. TCHD commends the applicant for identifying and ensuring the valve sites are secure.

Response: No response required

- 4) Comment - Sanitary and Solid Waste Disposal: The application does not specify how sanitary and solid waste will be provided during the construction for construction workers. We anticipate that trash dumpsters and portable toilets will be necessary during construction. TCHD has no objection to the use of portable toilets, provided they are properly maintained. TCHD recommends that the applicant address these, in terms of numbers, locations, and vendor.

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

Response: During construction, all liquid and solid waste will be stored and removed for disposal according to applicable local, state and federal regulations. Temporary sewage disposal units (i.e., portable toilets) and applicable waste receptacles will be placed at Discovery's Central Delivery Point facility site located on the north side of E. 136th Ave. in the SE of Section 24, Township 1S, Range 67W, approximately 0.5-miles west of the intersection of Potomac St. and E. 136th Ave. as well as at staging areas along the construction right-of-way. These facilities will be furnished by the selected contractor, which has not yet been identified, and will be routinely emptied and properly maintained throughout the course of construction.

The table at the top of the following page outlines the anticipated staging area locations where sanitary and solid waste disposal facilities will be located.

Boardwalk Pipeline Project Sanitary & Solid Waste Disposal Facilities Locations Adams County, CO			
No.	Road Crossed	Nearest Intersection	Distance to Intersection (Approximate)
1*	Potomac St	Potomac St & E 144th Ave	2,025 ft.
2*	Sable Blvd	Sable Blvd & E 136th Ave	125 ft.
3*	E 136th Ave	Granby St & E 136th Ave	400 ft.
4	E 132nd Ave	Sable Blvd & E 132nd Ave	2,725 ft.
5	Cameron Dr	Cameron Dr & Buckley Rd	1,730 ft.
6	Buckley Rd	Buckley Rd & E 128th Ave	2,650 ft.
7	Tower Rd	Tower Rd & E 124th Ave	50 ft.
8	Picadilly Rd	Picadilly Rd & E 120th Ave	125 ft.
11	Powhaton Rd	Powhaton Rd & E 133rd Cir	4,000 ft.
12	Powhaton Rd	Powhaton Rd & E 152nd Ave	5,350 ft.
13	E 152nd Ave	Powhaton Rd & E 152nd Ave	100 ft.
14	Powhaton Rd	Powhaton Rd & E 152nd Ave	2,400 ft.
15	E 160th Ave	Powhaton Rd & E 160th Ave	200 ft.
16	CR 2 / E 168th Ave	Harvest Rd & CR 2 / E 168th Ave	5,100 ft.
*At least one side of the Road are within the City of Brighton City limits.			

Attachments

Attachment A – Permit Summary & Status

Attachment B – County Road Right-of-Way & Ditch Details

Attachment C – Draft Development Agreement

ATTACHMENT A
PERMIT SUMMARY & STATUS

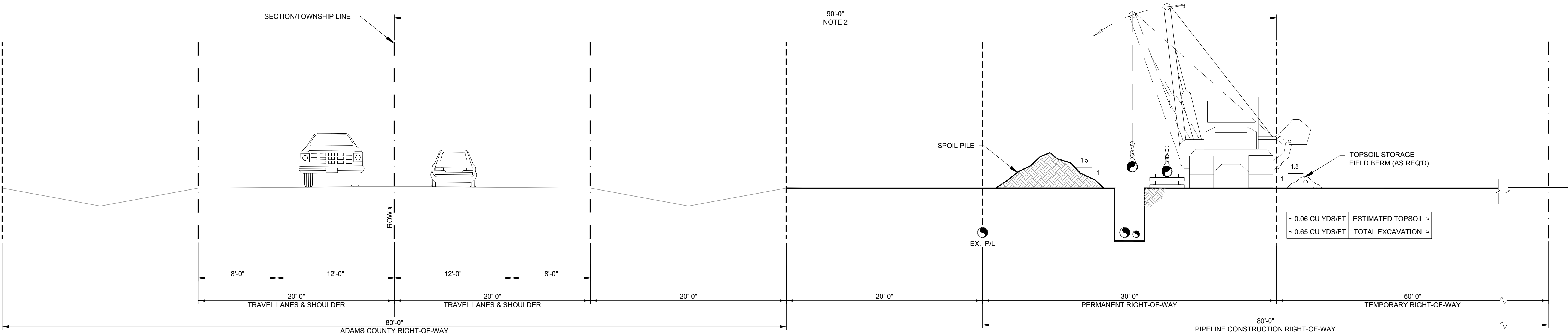


Boardwalk Pipeline Project - Phase II Powhaton Crude Oil Pipeline Extension Project Permit List

	Initial Submittal	Status
Federal		
State of Colorado		
<u>Colorado Department of Public Health and Environment Air Pollution Control Division</u>		
Stormwater General Permit (COR030000)		Received
Colorado Discharge Permit System (CDPS) Hydrostatic Testing of Pipelines, Tanks, and Similar Vessels		Received
Colorado General APEN Construction Permit		In Process
County		
<u>Adams County</u>		
Conditional Use Permit - Pipeline	February 17, 2017	In Process
Stormwater Quality Permit	Anticipated April 2017	Pending
ROW & Crossing Permit	Anticipated April 2017	Pending
Crossings		
<u>Henrylyn Irrigation District</u>		
Application for Project Review Denver-Hudson Canal	Anticipated April 2017	Pending

ATTACHMENT B
COUNTY ROAD RIGHT-OF-WAY & DITCH DETAILS

P:\Discovery Midstream\16016 - Boardwalk Pipeline Project\CAD\000-ALL-Overall\SHTS\Sketch\16016-SK-009.dwg, jeremy.williams 9/8/2016 10:46:52 AM



RIGHT-OF-WAY DETAIL
SCALE 3/16"=1'-0"

- NOTES:
- 1. ADAMS COUNTY RIGHT-OF-WAY AS DEFINED BY FIGURE 10a, OF THE ADAMS COUNTY TRANSPORTATION PLAN, APPROVED 2012
 - 2. ADAMS COUNTY REQUIRES 120' MINIMUM SETBACK FOR FUTURE BUILDING PLACEMENT.

REFERENCE DRAWINGS			REVISIONS					<div>DISCOVERY</div> <div>ZION ENGINEERING, LLC</div> <div>8100 E. Maplewood Ave., Suite 100 Greenwood Village, CO 80111 303-243-3050</div>	DISCOVERY DJ SERVICES, LLC.		
									BOARDWALK PIPELINE PROJECT TYPICAL ADAMS COUNTY & PIPELINE RIGHT-OF-WAY DETAIL COLLECTORS - POWHATON RD. (AREA 1)		
		A	ISSUED WITH ADAMS COUNTY CUP REFERRAL RESPONSE	JTW	BSM	ALS	09/08/16				
DRAWING NO	DESCRIPTION	No	DESCRIPTION	BY	CHKD	APP'D	DATE		SCALE: AS SHOWN	DRAWING NO: 16016-SK-009	REV: A



Development Review Team Comments

Date: 3/24/2017

Project Number: RCU2017-00008

Project Name: BOARDWALK PIPELINE

Note to Applicant:

The following review comments and information from the Development Review Team is based on submitted documents only. For submission of revisions to applications, a cover letter addressing each staff review comments must be provided. The cover letter must include the following information: restate each comment that require a response and provide a response below the comment; respond to each comment with a description of the revisions and the page of the response on the site plan. And identify any additional changes made to the original document other than those required by staff.:

Commenting Division: Building Review

Name of Reviewer: Justin Blair

Date: 02/22/2017

Email: iblair@adcogov.org

No Comment

Commenting Division: Engineering Review

Name of Reviewer: Greg Labrie

Date: 03/24/2017

Email: glabrie@adcogov.org

Complete

ENG1: Buried pipeline is exempt from the floodplain regulations. A floodplain use permit is not required for this project.

ENG2: The applicant shall be responsible to ensure compliance with all Federal, State, and Local water quality construction requirements. Several sections of the "Boardwalk Pipeline Project" are located within the County's MS4 Stormwater Permit area. In the event that the disturbed area of these sites exceeds 1 acre the applicant shall be responsible to prepare the SWMP plan using the Adams County ESC Template, and obtain both a County SWQ Permit and State Permit COR-030000.

ENG3: Prior to issuance of construction permits, the developer is required to submit for review and receive approval of all construction documents (construction plans and reports). Construction documents shall include, at a minimum, site plan(s) and profile(s) showing the specific location of the pipeline, both horizontally and vertically, in any area within the Adams County jurisdiction. All construction documents must meet the requirements of the Adams County Development Standards and Regulations. The developer shall submit to the Adams County Development Review Engineering division the following: Engineering Review Application, two (2) copies of all construction documents. There is a \$100 development review fee for utility projects.

ENG4: Several sections of the proposed pipeline project run through jurisdictions that are outside of Adams County authority. Adams County cannot permit or approve the pipeline location or construction in these areas. The developer is responsible for meeting all requirements of other jurisdictions.

ENG5: Adams County does not allow gas pipelines to be located within the County's Right-of-Way, excepting perpendicular crossings only.

ENG6: The developer is responsible for the repair or replacement of any broken or damaged County infrastructure damaged by the construction of this project.

ENG7: The proposed project alignment(s) are within the boundaries of the following regional drainage studies:

Beebe Draw and Barr Lake Tributary Areas – Outfall Systems Planning Study, Prepared for Urban Drainage and Flood Control District, Adams County, City of Brighton and, Farmers Reservoir and Irrigation Company. Prepared by Wright Water Engineers, Inc., May 1992.
(Pipeline Alignments: Options 1, 2 & 3)

Todd Creek & DFA 0052 OSP, Prepared for Urban Drainage Flood Control District and Adams County,

Flood Hazard Area Delineation Beebe Draw and Left Bank Tributaries, Prepared for Urban Drainage and Flood Control District. Prepared by Kiowa Engineering Corp., July 1993.
(Pipeline Alignments: Option 2)

South Platte River MDP, Prepared for Urban Drainage Flood Control District and Adams County, April

2002.

Second Creek (Downstream of DIA) and DFA 0053, Prepared for Urban Drainage and Flood Control District, and Adams County, October 2003.

For the regional drainage facilities mentioned in the studies listed above, it is recommended that the applicant either avoid them or install the line to a depth below the facility to provide sufficient cover and avoid potential utility conflicts. Show these regional facilities on the plans.

ENG8: Full street closings are generally not allowed within Adams County, unless approved by Construction Management. It is recommended that street crossing be bored, when possible, to prevent street closures (even partial closures).

ENG9: All work within County ROW, properties or County regulated floodplains will require construction permitting

Commenting Division: Environmental Analyst Review

Name of Reviewer: Jen Rutter

Date: 03/06/2017

Email: irutter@adcogov.org

No Comment

Commenting Division: Parks Review

Name of Reviewer: Aaron Clark

Date: 03/06/2017

Email: aclark@adcogov.org

No Comment

Commenting Division: Planner Review

Name of Reviewer: Chris LaRue

Date: 03/24/2017

Email: clarue@adcogov.org

Resubmittal Required

PLN 1. No comments or concerns with this project. This project involves the extension of the crude oil pipeline which previously stubbed out at 120th and Powhatan.

PLN 2. The pipeline will follow the same alignment as the previously approved gas pipeline.

PLN 3. An updated development agreement shall be submitted with this application.

Commenting Division: ROW Review

Name of Reviewer: Marissa Hillje

Date: 03/15/2017

Email:

Complete

ROW1) All Pipelines shall be offset from all future expansion per Transportation Masterplan 2012.

ROW2) Any easement rights should be subordinate to Adams County future ROW.

From: [Hebert, Clint](#)
To: [Chris LaRue](#)
Subject: Discovery Boardwalk Pipeline Project Phase II (RCU2017-00008)
Date: Monday, March 27, 2017 3:20:39 PM
Attachments: [Notice 3-7-17.pdf](#)

Christopher,

I am writing this email in regards to a notice (attached) that we received for Discovery Midstream's Boardwalk Pipeline Project Phase II in Adams County, CO. We met with Cory Jordan and three (3) of his colleagues in our Platteville Office last week to discuss this project in greater detail. This project will impact numerous wells, pipelines, and compressor stations owned and operated by Anadarko/Kerr-McGee. We agreed in our meeting that both companies would work together for the safe planning and coordination of this project.

Thanks,

Clint T. Hebert

Senior Landman

Anadarko Petroleum Corporation

1099 18th Street, Suite 1800

Denver, Colorado 80202

720-929-6023 (office)

979-219-0941 (mobile)

clint.hebert@anadarko.com



[Click here for Anadarko's Electronic Mail Disclaimer](#)

From: [Means, Whitney](#)
To: [Chris LaRue](#)
Subject: RE: Request for comments Case #RCU2017-00008 Boardwalk Pipeline Phase II
Date: Tuesday, March 21, 2017 7:28:37 PM

Good evening Chris,

We have no comments on Case #RCU2017-00008. Thank you!

Whitney Means

Deputy Fire Marshal

Brighton Fire Rescue District

500 S. 4th Ave. 3rd Floor

Brighton, CO 80601

303-654-8040

www.brightonfire.org

From: Chris LaRue [mailto:CLaRue@adcogov.org]

Sent: Tuesday, March 7, 2017 11:14 AM

To: Chris LaRue

Subject: Request for comments Case #RCU2017-00008 Boardwalk Pipeline Phase II

To All:

Please review the attached request for comments for Case # RCU2017-00008. Comments are due by 3/28/17.

Please note the website will be updated with the case information soon.

Thank you,

Christopher C. LaRue

Senior Planner, *Community & Economic Development Department*

ADAMS COUNTY, COLORADO

4430 South Adams County Parkway, W2000A

Brighton, CO 80601

o: 720.523.6858 | clarue@adcogov.org

www.adcogov.org

Confidentiality Notice The content of this email, and any attachments, is intended only for the confidential use of the person(s) to whom it is addressed. If the reader of this email is not such a person, you are hereby notified that you have received this communication in error and that reading it, copying it or in any way disseminating its content and any attachments to any other person, is strictly prohibited. If you have received this email in error, please notify the author by either calling 303.655.2000 or replying to this email immediately and permanently delete the original and any copy of the e-mail and any printout thereof.

From: [Lee, Paul - CDPHE](#)
To: [Chris LaRue](#)
Subject: Re: Request for comments Case #RCU2017-00008 Boardwalk Pipeline Phase II
Date: Friday, March 10, 2017 7:34:45 AM

Hello,

My name is Paul Lee and I work in the Air Pollution Control Division of CDPHE. I looked over the project description and had the following comment(s);

Please check to see if you need to obtain a Land Development Permit from the APCD regarding construction if one or more project will take longer than 6 months in duration or if it is larger than 25 contiguous acres, and emits over 2 tons per year of particulate matter. If this is the case, please contact Aaron Moseley, Permit Engineer, of the Air Pollution Control Division Construction Permit Unit. He can be reached at 303-692-3242 and his email is aaron.moseley@state.co.us More information can be found on <https://www.colorado.gov/pacific/cdphe/APENforms>

From the project summary, it doesn't look like you'll need to obtain a land development permit but you may want to make sure.

If you have any questions, please contact me directly at this email address or you can reach me at 303-692-3127.

Thanks,

Paul Lee
Transportation Planner
Planning and Policy Program



[303.692.3127](tel:303.692.3127)

4300 Cherry Creek Drive South, Denver, CO 80246

paul.lee@state.co.us

On Tue, Mar 7, 2017 at 11:14 AM, Chris LaRue <CLaRue@adcogov.org> wrote:

To All:

Please review the attached request for comments for Case # RCU2017-00008. Comments are due by 3/28/17.

Please note the website will be updated with the case information soon.

Thank you,



Christopher C. LaRue

Senior Planner, *Community & Economic Development Department*

ADAMS COUNTY, COLORADO

4430 South Adams County Parkway, W2000A

Brighton, CO 80601

O: 720.523.6858 | clarue@adcogov.org

www.adcogov.org

MEMO

COMMUNITY DEVELOPMENT DEPARTMENT

To: Chris LaRue

From: Robin Kerns

Subject: RCU2017-00008 - resubmittal

Date: May 1, 2017

Mr. LaRue,

Thank you for allowing Commerce City to comment on land use cases in the County that will impact future land uses in our community. Commerce City has the following “repeat” comments on the “resubmittal” materials as it relates to the Adams County’s application, and recognizes the applicant’s response to city comments:

Any proposed staging or storage lots need to be screened from adjacent residential properties and from right-of-way.

Any proposed value set areas should be surrounded by a wrought iron or CMU/masonry wall rather than chain link and barbed wire. This is in keeping with the requirement within Commerce City.

The area of the proposed pipeline is included within Commerce City’s growth area and should be expected, at some time in the future, to be fully annexed into Commerce City. The Commerce City Transportation Plan (dated July 12, 2010) shows E. 120th Avenue as future principal arterial and Powhaton Road as future minor arterial. These will require 150 feet and 120 feet of Right-of-Way respectively. At eventual build out, E. 120th Avenue will accommodate 6 lanes, while Powhaton Road will accommodate four lanes. It will be important to design the location of this pipeline to accommodate full build out width of these arterials roadways, to avoid conflicts and relocation and disruption of services in the long term.



MEMO CONTINUED

The City requests that Adams County work with the applicant and our Public Works Department to ensure that the future full ROW of these arterials are effectively accommodated with no or little conflict occurring by the location of this pipeline. This strategic coordination was done on previous pipelines in this area and it resulted in a win-win situation for all parties.

In addition, the city has this area called out for “DIA Technology” land uses in the future and would also ask that the approved pipeline placement would not jeopardize the location of potential long term ED prospects, which would directly benefit both Commerce City and Adams County along these future arterial corridors. This would be done through the effective placement of the pipeline as it relates to building and property setbacks and the allowance of landscaping and parking to be placed over the pipeline corridor.

If you have any questions, please contact me at rkerns@c3gov.com.





March 29, 2017

Chris LaRue
Adams County
Community & Economic Development Department
4430 S Adams County Pkwy, Suite W2000
Brighton, CO 80601-8204

RE: Boardwalk Pipeline Project – Phase II
TCHD Case No. 4302

Dear Mr. LaRue:

Thank you for the opportunity to review and comment on the Conditional Use Permit to construct a crude oil pipeline approximately 6 miles long from the northeast corner of 120th Ave and Powhaton Rd north to the County line. Tri-County Health Department (TCHD) reviewed the Conditional Use Permit application for Phase I in a letter dated July 5th, 2016 and had the following comments.

On-Site Wastewater Treatment Systems

Houses and other buildings equipped with plumbing facilities on properties located along the preferred and alternate pipeline routes are serviced by Onsite Wastewater Treatment Systems (OWTS). Our review of the pipeline routes indicates that sections of the pipeline routes may encroach on OWTS on some properties. TCHD recommends that the applicant review the locations of the pipeline routes to determine if they may encroach on OWTS. If it appears that encroachment will occur, it may be necessary to revise the pipeline location or relocate the OWTS. TCHD can provide specific permit information and system diagrams on OWTS for the affected properties.

TCHD provided permit information and system diagrams for properties served by OWTS along the pipeline route so that the applicant could ensure that no encroachment would occur.

Groundwater Quality Protection

A scan of the area proposed for the pipeline routes indicates that there may be water wells on the properties where the pipeline is located. Heavy equipment may inadvertently drive over wells during construction, causing damage that may expose the water in the wells to contamination. Where wells are within or close to pipeline routes, we recommend the applicant protect the wells by identifying the areas around wells so that they are visible to vehicle operators/construction crews. This can be accomplished by delineating the area around each well with stakes, colored tape or orange plastic netting.

If the pipeline routes cross over streams and/or wetlands, alluvial groundwater flow could be impacted if trenching intersects the shallow groundwater. If trench dewatering is necessary, the water will be pumped and discharged to alluvial/colluvial sediments close to the stream channel. If discharge of groundwater is necessary during construction, a discharge permit from the Colorado Department of Public Health and Environment (CDPHE), Water Quality Control Division will be necessary

Protection of Above-Ground Valves

Above-Ground valves may be damaged or vandalized once they are installed and placed into use. On page 8 of the application, it is indicated that there will be two valve sites in Adams County. The application also states that the valves will be enclosed in chain link fences for security. TCHD commends the applicant for identifying and ensuring the valve sites are secure.

Sanitary and Solid Waste Disposal

The application does not specify how sanitary and solid waste will be provided during the construction for construction workers. We anticipate that trash dumpsters and portable toilets will be necessary during construction. TCHD has no objection to the use of portable toilets, provided they are properly maintained. TCHD recommends that the applicant address these, in terms of numbers, locations, and vendor.

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

Sincerely,

A handwritten signature in black ink, appearing to read 'L Broten', with a stylized flourish at the end.

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

CC: Sheila Lynch, Monte Deatrich, TCHD

From: [Marisa Dale](#)
To: [Chris LaRue](#)
Subject: RE: Request for comments Case #RCU2017-00008 Boardwalk Pipeline Phase II
Date: Friday, March 10, 2017 7:26:22 AM

Chris,

Thank you for inviting United Power, Inc. to review and comment on Case # RCU2017-00008 Boardwalk Pipeline Phase II referral.

United Power, Inc. owns and maintains existing electric facilities along the pipeline path. As long as utility locates are performed, United Power has no objection.

For any modification to our system, please contact Michael Hess at 303-637-1272.

Thank you,

Marisa

Marisa Dale, RWA | [Engineering & Rates ROW](#)

500 Cooperative Way, Brighton, CO 80603 | O 303.637.1387 | C 720.334.5282

Schedule: M-Th 7:00-4:30, F 7:00-3:30

Training/away from desk: Mar 7-9 and Mar 13 & 14

Day off: Mar 10 & Mar 24



From: Chris LaRue [mailto:CLaRue@adcogov.org]

Sent: Tuesday, March 07, 2017 11:14 AM

To: Chris LaRue

Subject: Request for comments Case #RCU2017-00008 Boardwalk Pipeline Phase II

To All:

Please review the attached request for comments for Case # RCU2017-00008. Comments are due by 3/28/17.

Please note the website will be updated with the case information soon.

Thank you,

Christopher C. LaRue

Senior Planner, *Community & Economic Development Department*

ADAMS COUNTY, COLORADO

4430 South Adams County Parkway, W2000A

Brighton, CO 80601

o: 720.523.6858 | clarue@adcogov.org

www.adcogov.org

CERTIFICATE OF POSTING



I, Christopher C. La Rue do hereby certify that I had the property posted at

NE corner of 120th Avenue & Powhaton Rd & other locations

on June 9, 2017

in accordance with the requirements of the Adams County Zoning Regulations

Christopher C. La Rue

Christopher C. La Rue



Public Hearing Notification

Case Name:	BOARDWALK PIPELINE PROJECT - PHASE II
Case Number:	RCU2017-00008
Planning Commission Hearing Date:	06/22/2017 at 6:00 p.m.
Board of County Commissioners Hearing Date:	07/11/2017 at 9:30 a.m.

May 24, 2017

A public hearing has been set by the Adams County Planning Commission and the Board of County Commissioners to consider the following request:

Requesting a Conditional Use Permit to construct an approximately 6 miles crude oil pipeline from the northeast corner of 120th Ave & Powhaton Road north to the County line.

This request is located at Multiple Parcels

The Assessor's Parcel Number(s) 0156700000051, 0156700000062, 0156700000063, 0156700000066, 0156700000093, 0156700000249, 0156700000326, 0156700000344, 0156700000345, 0156705100002, 0156705400001, 0156708100002, 0156708100003, 0156708100004, 0156708400001, 0156716200001, 0156716200003, 0156716200004, 0156721100001, 0156728100001, 0156728200001

Applicant Information: Discovery DJ Services, LLC
CORY JORDAN
DALLAS, CO 75230

The hearing will be held in the Adams County Hearing Room located at 4430 South Adams County Parkway, Brighton CO 80601-8216. This will be a public hearing and any interested parties may attend and be heard. The Applicant and Representative's presence at these hearings is requested. If you require any special accommodations (e.g., wheelchair accessibility, an interpreter for the hearing impaired, etc.) please contact the Adams County Community and Economic Development Department at (720) 523-6800 (or if this is a long distance call, please use the County's toll free telephone number at 1-800-824-7842) prior to the meeting date.

For further information regarding this case, please contact the Department of Community and Economic Development, 4430 S Adams County Parkway, Brighton, CO 80601, 720-523-6800.

This is also the location where maps and/or text certified by the Planning Commission may be viewed. The full text of the proposed request and additional colored maps can be obtained by contacting this office or by accessing the Adams County web site at www.adcogov.org/planning/currentcases.

Thank you,

A handwritten signature in dark ink that reads "Christopher C. LaRue". The signature is written in a cursive, flowing style.

Christopher C. LaRue
Senior Planner



Request for Comments

Case Name:	BOARDWALK PIPELINE PROJECT - PHASE II
Case Number:	RCU2017-00008

March 7, 2017

Adams County Planning Commission & Board of County Commissioners are requesting comments on the following request:

Requesting a Conditional Use Permit to construct an approximately 6 miles crude oil pipeline from the northeast corner of 120th Ave & Powhatan Road north to the County line.

This request is located at: 14850 POWHATON RD

The Assessor's Parcel Number are: 0156700000051, 0156700000062, 0156700000063, 0156700000066, 0156700000093, 0156700000249, 0156700000326, 0156700000344, 0156700000345, 0156705100002, 0156705400001, 0156708100002, 0156708100003, 0156708100004, 0156708400001, 0156716200001, 0156716200003, 0156716200004, 0156721100001, 0156728100001, 0156728200001

Applicant Information: Discovery DJ Services, LLC
CORY JORDAN
DALLAS, CO 75230

Please forward any written comments on this application to the Department of Community and Economic Development at 4430 South Adams County Parkway, Suite W2000A Brighton, CO 80601-8216 (720) 523-6800 by 03/28/2017 in order that your comments may be taken into consideration in the review of this case. If you would like your comments included verbatim please send your response by way of e-mail to CLaRue@adcogov.org.

Once comments have been received and the staff report written, the staff report and notice of public hearing dates will be forwarded to you for your information.

The full text of the proposed request and additional colored maps can be obtained by contacting this office or by accessing the Adams County web site at www.adcogov.org/planning/currentcases.

Thank you for your review of this case.

Christopher C. LaRue
Senior Planner

PUBLICATION REQUEST

BOARDWALK PIPELINE PROJECT - PHASE II

Case Number: RCU2017-00008

Planning Commission Hearing Date: 06/22/2017 at 6:00 p.m.

Board of County Commissioners Hearing Date: 07/11/2017 at 9:30 a.m.

Request: Requesting a Conditional Use Permit to construct an approximately 6 miles crude oil pipeline from the northeast corner of 120th Ave & Powhaton Road north to the County line.

Location: Multiple Parcels in Adams County

Parcel Number: 0156700000051, 0156700000062, 0156700000063, 0156700000066, 0156700000093, 0156700000249, 0156700000326, 0156700000344, 0156700000345, 0156705100002, 0156705400001, 0156708100002, 0156708100003, 0156708100004, 0156708400001, 0156716200001, 0156716200003, 0156716200004, 0156721100001, 0156728100001, 0156728200001

Case Manager: Chris LaRue

Case Technician: Shayla Christenson

Applicant: CORY JORDAN
7859 Walnut Hill Lane STE 335
DALLAS, TX 75230

Owner: FREEDOM HOLDING COMPANY LLC
223 S 16TH AVE
BRIGHTON, CO 806012313

Legal Description:

Legal Start and End Points within Adams County:

Beginning: SECT,TWN,RNG:33-1-65 DESC: W2 AND THE NE4 OF SEC 33 DESC AS BEG AT THE E4 COR OF SD SEC 33 TH N 89D 35M 05S W 2642/95 FT TH S 00D 20M 57S E 2653/74 FT TH N 89D 32M 35S W 2432/91 FT TH N 00D 21M 16S W 2651/98 FT TH N 00D 21S 35M W 210 FT TH S 89D 37M 44S E 2433/60 FT TH S 89D 37M 05S E 2642/89 FT TH S 00D 21M 00S E 2625/64 FT M/L TO SD E4 COR OF SEC 33 AND THE POB 453/930A

Ending: SECT,TWN,RNG:5-1-65 DESC: E 210 FT OF SEC 5 LOCATED N OF DENVER-HUDSON CANAL EXC PARC 7/27A

Length in Adams County: 6 miles

Parcel/Tract Count in Adams County: 21

ACEVEDO JACINTO AND
ACEVEDO MARIA C
26855 E 152ND AVENUE
BRIGHTON CO 80603

BROMLEY WINIFRED LEE
12801 BRIGHTON RD
BRIGHTON CO 80603

AIRPORT 136
8791 CIRCLE DR
WESTMINSTER CO 80030

CHAPP KENNETH G
25875 E 160TH AVE
BRIGHTON CO 80603-8430

ALLGEIER ROGER AND
ALLGEIER VERNA
27000 E 168TH AVENUE
BRIGHTON CO 80603

CHAVEZ LUIS CARLOS
14950 POWHATON RD
BRIGHTON CO 80603-8310

AVERCH DOUGLAS AND
AVERCH JULIE
13963 POWHATON ROAD
BRIGHTON CO 80603

CHRISMON JOYCE DARLENE REV TRUST
25900 E 160TH AVENUE
BRIGHTON CO 80603

AVERCH DOUGLAS S AND
AVERCH JULIE BETH
13963 POWHATON ROAD
BRIGHTON CO 80603

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

BACKSTROM JERRY AND
BACKSTROM JILANN
15400 HARVEST MILE RD
BRIGHTON CO 80603-3805

D EPAGNIER MICHAEL J AND
D EPAGNIER ANN W
14785 HAYESMOUNT ROAD
BRIGHTON CO 80603

BALDERRAMA EUDEN AND
BALDERRAMA BIANCA
14440 HARVEST MILE RD
BRIGHTON CO 80603-5806

DAY PATRICK D AND
DAY PAULINE M
28300 E 144TH AVE
BRIGHTON CO 80603

BALDERSTON GENE A AND
BALDERSTON KANDY L
27647 E 152ND AVE
BRIGHTON CO 80603-8806

DEFRANCO INGRID J AND
BERRYMAN JOHN R
15570 POWHATON ROAD
BRIGHTON CO 80603

BASULTO RAMON GALLEGOS AND
GALLEGOS EDUVIGES RIVERA DE
13656 MADISON STREET
THORNTON CO 80602

DENVER INTERNATIONAL TRADE
CENTER LTD
905 W 124TH AVE STE 210
DENVER CO 80234-1716

BERRY STEVEN A AND
BERRY SHARON A
26575 E 160TH AVE
BRIGHTON CO 80603

DIBC ADAMS COUNTY LLC
C/O L C FULENWIDER INC
1125 17TH ST NO. 2500
DENVER CO 80202-2092

DS LLC
2 OSPREY CIR
THORNTON CO 80241-4104

GUTIERREZ IGNACIO AND
HERNANDEZ MARTHA C
28580 E 168TH AVE
BRIGHTON CO 80603-6649

DURAN WILLIAM AND
DURAN MARY C
27170 E 152ND AVENUE
BRIGHTON CO 80603

HIRSCH DONALD H AND
HIRSCH KIMBERLY S
25600 E 160TH AVENUE
BRIGHTON CO 80603

FEDERAL AVIATION ADMINISTRATION
1601 W LIND AVE S W NO. 570
RENTON WA 98055-4056

HUBER WILLIAM DEAN
2793 S LAMAR
DENVER CO 80227

FLINT STREET TRUST THE
25775 E 160TH AVE
BRIGHTON CO 80603-8407

JARAMILLO JOHN E AND
JARAMILLO LINDA M
15665 POWHATON MILE ROAD
BRIGHTON CO 80603

FLITNER LA VERNNE F
14250 HARVEST MILE RD
BRIGHTON CO 80603

JEFFREY RICHARD
7675 DAHLIA ST
COMMERCE CITY CO 80022-1497

FREEDOM HOLDING COMPANY LLC
223 S 16TH AVE
BRIGHTON CO 80601-2313

JL&D INVESTMENTS LLC
796 POPPY DR
BRIGHTON CO 80601-3353

GLEIM HERBERT C AND
GLEIM LINDA J
PO BOX 363
BRIGHTON CO 80603

KAMPBELL BOE
26333 E 152ND AVE
BRIGHTON CO 80603

GREY MARKE E AND GREY LYNN M
14901 POWHATON RD
BRIGHTON CO 80603-8310

KERR-MCGEE GATHERING LLC
1099 18TH ST STE 1800
DENVER CO 80202-1918

GULLY DAVID A AND LESLIE L
14001 MAYESMOUNT RD
BRIGHTON CO 80603

KING MICHAEL W AND
GUNN KEITH A JR
15445 POWHATON RD
BRIGHTON CO 80603-8804

GUNSON MARK D AND
GUNSON JUDY L
25660 E 168TH AVE
BRIGHTON CO 80603

KIRKMEYER THOMAS A
14200 POWHATON RD
BRIGHTON CO 80603-8833

LALLAS MARIA
28110 E 152ND AVE
BRIGHTON CO 80603

PENCIL BARBARA A AND
PENCIL TERRY
15555 POWHATON RD
BRIGHTON CO 80603-8804

LEDBETTER PAUL D AND
LEDBETTER MARY C
14255 HARVEST RD
BRIGHTON CO 80603-5805

PRICE DESMOND G AND
PRICE ANNETTE M
14141 HARVEST ROAD
BRIGHTON CO 80603

LEDEZMA SIPRIANO AND MARGARET M
PO BOX 1241
GRANBY CO 80446-1241

PRICE DESMOND G AND
PRICE ANNETTE M
14141 HARVEST MILE ROAD
BRIGHTON CO 80603

MADISON PHILLIP L AND
MADISON KATHLEEN L
15500 POWHATON RD
BRIGHTON CO 80603

PUBLIC SERVICE CO OF COLORADO
C/O PROPERTY AND LOCAL TAXES
PO BOX 1979
DENVER CO 80201-1979

MARTINEZ DAVID
20328 E 48TH DR
DENVER CO 80249-7475

PUBLIC SERVICE COMPANY
PO BOX 1979
DENVER CO 80201-1979

MERAZ GABRIEL
26300 E 133RD CIRCLE
COMMERCE CITY CO 80022

RANDS LARRY L AND
RANDS SONJA A
26550 E 160TH AVE
BRIGHTON CO 80601-8405

NELSON MOSES/MATHILDE TRUST THE
25200 E 160TH AVE
BRIGHTON CO 80603-8205

RANDS MARK B
PO BOX 291031
DENVER CO 80229-1031

OHLE BARBARA J
15650 POWHATON RD
BRIGHTON CO 80603-8804

REAL ESTATE FROM NOW ON LLC
1800 LOGAN ST APT A-402
DENVER CO 80203-4368

PALOMARES RAUL
3000 S DECATUR ST
DENVER CO 80236-2709

RIVERA ARMANDO
605 GARLAND STREET
LAKEWOOD CO 80215

PENA MATILDE ARMENDARIZ
27885 E 152ND AVE
BRIGHTON CO 80603-8806

RODRIGUEZ GOMEZ JOSE DE JESUS AND
MOTA ORNELAS JOSE TRINIDAD
25525 E 160TH AVE
BRIGHTON CO 80601

ROMERO GREGORY D
14850 POWHATON MILE ROAD
BRIGHTON CO 80603

TRI-STATE POWER LLC
1100 W 116TH AVENUE
WESTMINSTER CO 80234

ROSALES ILDEFONSO TORRES
13101 POWHATON RD
COMMERCE CITY CO 80022

UNITED POWER INC
PO BOX 929
BRIGHTON CO 80601-0929

SACK DONALD
16475 POWHATON RD
BRIGHTON CO 80603-8204

VEGA BEN AND
SANTOS MIKE/MARIA
119 S RALEIGH ST
DENVER CO 80219-1849

SCHOEN WILLIAM J JR
1380 W 12TH AVE
BROOMFIELD CO 80020-6629

VILLALOBOS SIJIFREDO JR
351 N 12TH AVE
BRIGHTON CO 80601-1531

SCM-GRP VAN SCHAAK LLLP UND 8.5254%
INT ET AL
1242 E JACKSON ST
PHOENIX AZ 85034-2342

WAKEMAN KATHERINE L
13721 N POWHATON ROAD
BRIGHTON CO 80603

SIEVERS DAVID AND
SIEVERS KAYLA
26255 E 133RD CIRCLE
COMMERCE CITY CO 80022

WAT BUDDHAPUNYARUM OF COLORADO
26300 E 152ND AVENUE
BRIGHTON CO 80603

STANDLEY TERRY D AND
STANDLEY JACKIE L
15885 POWHATON
BRIGHTON CO 80603

WATSON BERNARD
PO BOX 1156
FORT MORGAN CO 80701-1156

STATE OF COLORADO
C/O STATE LAND BOARD
72 CASCADE AVENUE
DENVER CO 80203

WERTZ DAVID E AND GLORIA E
13815 POWHATON ROAD
BRIGHTON CO 80603-8312

TIPTON DANIEL S AND
TIPTON PEGGY A
27655 E 152ND AVE
BRIGHTON CO 80603

TOUPS WAYNE P AND
TOUPS DEBORAH M
26800 E 152ND AVE
BRIGHTON CO 80603-8803



Referral Listing
Case Number RCU2017-00008
BOARDWALK PIPELINE PROJECT - PHASE II

Agency	Contact Information
Adams County Development Services - Building	Justin Blair 4430 S Adams County Pkwy Brighton CO 80601 720-523-6825 JBlair@adcogov.org
BRIGHTON FIRE DISTRICT	WHITNEY MEANS 500 South 4th Avenue 3rd Floor BRIGHTON CO 80601 (303) 659-4101 wmeans@brightonfire.org
BRIGHTON SCHOOL DISTRICT 27J	Kerrie Monti 18551 E. 160TH AVE. BRIGHTON CO 80601 303-655-2984 kmonti@sd27j.org
Burlington Ditch Res & Land Co	... 80 S 27TH AVENUE BRIGHTON CO 80601 303.659.7373
CDPHE - AIR QUALITY	Paul Lee 4300 CHERRY CREEK DRIVE SOUTH DENVER CO 80246-1530 303-692-3127 paul.lee@state.co.us
CDPHE - WATER QUALITY PROTECTION SECT	Patrick Pfaltzgraff 4300 CHERRY CREEK DRIVE SOUTH WQCD-B2 DENVER CO 80246-1530 303-692-3509 patrick.j.pfaltzgraff@state.co.us
CDPHE SOLID WASTE UNIT	Andy Todd 4300 CHERRY CREEK DR SOUTH HMWMD-CP-B2 DENVER CO 80246-1530 303.691.4049 Andrew.Todd@state.co.us
Century Link, Inc	Brandyn Wiedrich 5325 Zuni St, Rm 728 Denver CO 80221 720-508-3724 720-245-0029 brandyn.wiedrich@centurylink.com

Agency	Contact Information
Code Compliance Supervisor	Eric Guenther eguenther@adcogov.org 720-523-6856 eguenther@adcogov.org
COLORADO DIVISION OF WILDLIFE	JOSEPH PADIA 6060 BROADWAY DENVER CO 80216 303-291-7132 joe.padia@state.co.us
COLORADO DIVISION OF WILDLIFE	Eliza Hunholz Northeast Regional Engineer 6060 BROADWAY DENVER CO 80216-1000 303-291-7454 eliza.hunholz@state.co.us
COMCAST	JOE LOWE 8490 N UMITILLA ST FEDERAL HEIGHTS CO 80260 303-603-5039 thomas_lowe@cable.comcast.com
Commerce City Planning Division	Robin Kern 7887 East 60th Avenue COMMERCE CITY CO 80022 303-289-3693 rkerns@c3gov.com
Commerce City Planning Division	Robin Kern 7887 East 60th Avenue COMMERCE CITY CO 80022 303-289-3693 rkerns@c3gov.com
COUNTY ATTORNEY- Email	Christine Francescani CFrancescani@adcogov.org 6884
DENVER INTERNATIONAL AIRPORT	Bill Poole 900 South Broadway Suite 350 DENVER CO 80209 303.524.3023 William.Poole@flydenver.com
Denver International Airport	Tom Reed 303.502.7692 Tom.Reed@flydenver.com
Engineering Department - ROW	Transportation Department PWE - ROW 303.453.8787
Engineering Division	Transportation Department PWE 6875

Agency	Contact Information
ENVIRONMENTAL ANALYST	Jen Rutter PLN 6841
METRO WASTEWATER RECLAMATION	CRAIG SIMMONDS 6450 YORK ST. DENVER CO 80229 303-286-3338 CSIMMONDS@MWRD.DST.CO.US
NS - Code Compliance	Gail Moon gmoon@adcogov.org 720.523.6833 gmoon@adcogov.org
Parks and Open Space Department	Nathan Mosley mpedrucci@adcogov.org aclark@adcogov.org (303) 637-8000 nmosley@adcogov.org
REGIONAL TRANSPORTATION DIST.	CHRIS QUINN 1560 BROADWAY SUITE 700 DENVER CO 80202 303-299-2439 chris.quinn@rtd-denver.com
SHERIFF'S OFFICE: SO-HQ	MICHAEL McINTOSH nblair@adcogov.org; aoverton@adcogov.org; mkaiser@adcogov.org snielson@adcogov.org (303) 654-1850 aoverton@adcogov.org; mkaiser@adcogov.org; snielson@adcogov.org
Sheriff's Office: SO-SUB	SCOTT MILLER TFuller@adcogov.org, smiller@adcogov.org aoverton@adcogov.org; mkaiser@adcogov.org 720-322-1115 smiller@adcogov.org
TRI-COUNTY HEALTH DEPARTMENT	MONTE DEATRICH 4201 E. 72ND AVENUE SUITE D COMMERCE CITY CO 80022 (303) 288-6816 mdeatrich@tchd.org
TRI-COUNTY HEALTH DEPARTMENT	Sheila Lynch 6162 S WILLOW DR, SUITE 100 GREENWOOD VILLAGE CO 80111 720-200-1571 landuse@tchd.org
Tri-County Health: Mail CHECK to Sheila Lynch	Tri-County Health landuse@tchd.org .

Agency	Contact Information
United Power, Inc	Marisa Dale PO Box 929 500 Cooperative Way Brighton CO 80601 303-637-1387 720-334-5282 mdale@UnitedPower.com
United Power, Inc	Marisa Dale PO Box 929 500 Cooperative Way Brighton CO 80601 303-637-1387 720-334-5282 mdale@UnitedPower.com
VANAIRE SKYPORT CORP.	BECKY GANN PO BOX 55 BRIGHTON CO 80601 303-654-0697 303-654-8514
VANAIRE SKYPORT CORP. 2	Howard Hillman THIS ENTRY CREATED TO ADD PEOPLE IN NOTES FIELD 720-685-3033
WELD COUNTY PLANNING DEPT.	TOM PARKO 1555 North 17th Ave GREELEY CO 80631 (970) 353-6100 x3572 tparko@co.weld.co.us
Xcel Energy	Donna George 1123 W 3rd Ave DENVER CO 80223 303-571-3306 Donna.L.George@xcelenergy.com
Xcel Energy	Donna George 1123 W 3rd Ave DENVER CO 80223 303-571-3306 Donna.L.George@xcelenergy.com

DEVELOPMENT AGREEMENT

THIS DEVELOPMENT AGREEMENT ("**Agreement**") is made and entered into by and between the COUNTY OF ADAMS, a political subdivision of the State of Colorado, hereinafter called "**County**," and DISCOVERY DJ SERVICES, LLC, a Texas limited liability company, 7859 Walnut Hill Lane, Suite 335, Dallas, TX 75230, hereinafter called "**Developer**."

WITNESSETH:

WHEREAS, Developer desires to construct approximately 6-miles of underground steel pipeline and appurtenances in Adams County, Colorado, as more particularly described in that certain Conditional Use Permit Application dated February 17, 2017 to transport crude oil ("the **Project**"); and

WHEREAS, the Project will provide transportation of crude oil, increase efficiency of delivering products to market, and reduce impacts to local roads by reducing truck traffic in furtherance of the goals of the Adams County Comprehensive Plan; and

WHEREAS, on February 17, 2017, Developer submitted an application for a Conditional Use Permit ("CUP") to Adams County in accordance with the requirements outlined in Chapter 2 of the Adams County Development Standards and Regulations ("the Regulations"), the Conditional Use Permit Checklist, and requested submittal criteria from the Adams County Areas and Activities of State Interest ("AASI") Checklist; and

WHEREAS, Developer will acquire, if it has not already done so, all necessary right-of-way easements and temporary construction easements to utilize certain real property in the County of Adams, State of Colorado; and

WHEREAS, the County has designated its future road expansion plans in the Adams County Transportation Plan adopted November 2012 ("**Transportation Plan**"); and

WHEREAS, it is provided by Sections 1-02-01-02-08 and 1-08 of the Regulations that where designated, the Developer shall have entered into a written agreement with the County addressing Developer's and the County's obligations with regard to the Project as a condition of approval for the CUP; and

WHEREAS, the County and the Developer have planned and designed the Project so it will not prohibit future development, and so that it will not add cost to the County's future infrastructure plans to support development.

NOW, THEREFORE, in consideration of the foregoing, the parties hereto promise, covenant, and agree as follows:

I. DEVELOPER'S OBLIGATIONS:

1. Pre-Construction Activities. Prior to site disturbance and commencing construction in the County, Developer shall:
 - A. Submit construction plans to the Adams County One Stop Permit Counter and apply for the appropriate construction permits.
 - B. In the event that any portion of the project is located within the MS4 permit boundary of unincorporated Adams County and greater than 1 acre of disturbance, a Stormwater Management Plan ("SWMP") will need to be prepared according to County standards. Moreover, surety will be required for Best Management Practices ("BMP") located within the MS4 boundary. Stormwater BMPs will be implemented for the construction phase to capture and treat all onsite stormwater runoff in accordance with the requirements for the SWMP.
 - C. Prepare a Traffic Control Plan for the portion of the project within Unincorporated Adams County and obtain written approval of the Plan from the Adams County Transportation Department prior to the commencement of construction. The Traffic Control Plan shall detail any impacts to the applicable right-of-way during the construction of the Project, including but not limited to, lane closures, access to construction staging sites, hours of operation, etc. The Traffic Control Plan shall be prepared in a way to minimize impacts to adjacent property owners during the construction period. The Developer shall be responsible to implement any necessary corrections to the Traffic Control Plan.
 - D. Submit the Facilities Response Plan to the County.
 - E. Secure all applicable local, state and federal permits for the Project and submit copies of these permits to the County.
 - F. Secure Adams County Right-Of-Way permits prior to constructing crossings.
 - G. Submit copies of all executed easements for the Project to the County.
 - H. Contact and use commercially reasonable efforts to work with United Power regarding any possible encroachment the Project may have on United Power's overhead powerlines or related facilities.
 - I. Contact and use good faith efforts in continuing to work with Anadarko to address their concerns identified in their referral response e-mail dated March 27, 2017.
 - J. Continue to work with Adams County and The City of Commerce City Public Works Department to ensure the pipeline location is outside the potential future ROW for The Commerce City Transportation Plan (dated July 12, 2010).
 - K. Comply with all applicable requirements of the Federal Aviation Administration ("FAA") and the Denver International Airport ("DIA").
 - L. Acknowledge the Commerce City letter dated March 28, 2017.
 - M. Acknowledge the Tri-County Health letter dated March 29, 2017.
2. Construction Activities. During construction, the Developer shall:
 - A. Construct the project in accordance with the approved construction plans. The

Developer shall submit a certification letter from a Professional Engineer within 45 days of construction completion certifying that the Project was constructed in accordance with the approved plans.

- B. Manage stormwater in accordance with a SWMP prepared under the Colorado Department of Public Health and Environment ("CDPHE") Colorado Discharge Permitting System ("CDPS") Permit and in accordance with the Clean Water Act National Pollution Discharge Elimination System ("NPDES") regulations and Adams County's Grading Erosion and Sediment Control standards. Stormwater BMPs will be implemented for the construction phase to capture and treat all onsite stormwater runoff in accordance with the requirements for the SWMP.
- C. Operate at the Project site only from dawn to dusk during construction, Monday through Saturday, except for inclement weather and during hydrostatic testing, horizontal directional drilling ("HDD"), and emergency situations that would cause the Developer to be out of compliance with any applicable local, state, or federal permit. The Adams County Director of Community and Economic Development may extend the hours and days of operation if Developer makes a request in writing and demonstrates sufficient need.
- D. Implement the approved Traffic Control Plan.
- E. Comply with guidelines of Section 106 of the National Historic Preservation Act of 1966 in locations that have been identified as federally regulated within Adams County. Comply with State of Colorado Historical, Paleontological, and Archeological Resources Act of 1973 (C.R.S. 24-80-401 to 410) on all identified state lands within Adams County. All best management practices and avoidance measures proposed within the submitted CUP on lands that are state and federally regulated by the above listed laws will be enforced.
- F. Comply with the recommendations of the Tri-County Health Department letter dated March 29, 2017.
- G. Comply with C.R.S. 42-4-1407, covering loads for all hauling/construction trucks.
- H. Be responsible for the cleanliness and safety of all roadways adjacent to the Project in the event that there are any issues related to the Project during construction. If at any time these roadways are found to be dangerous or not passable due to debris or mud caused by Project activities, the County shall require Developer to cease Project operations immediately and clear the roadway of any and all debris or mud. The Project shall not resume until the County, in its sole discretion, deems the roadway conditions acceptable. If the Developer fails to keep the adjacent roadways clean and free from debris, the Adams County Transportation Department has the option to perform the required clean up and bill the charges directly to the Developer.

The Developer shall be responsible for repairing County infrastructure that is damaged as a result of the construction from the Project. Repairs shall occur as soon as possible, but no later than six (6) months following construction completion, unless an extension is granted by the County for extenuating circumstances. The Developer may submit evidence of the condition of the County's right-of-way at the start and completion of construction in order to

demonstrate the pre-construction condition and the post-construction condition of the roadways.

- I. Remove and dispose of all fluid spills, such as hydraulic oil from maintenance of equipment, at a facility permitted for such disposal.
- J. Convey all complaints Developer receives concerning off-site impacts and the resolution of those complaints to the Adams County Department of Community and Economic Development. Off-site impacts shall be responded to and resolved immediately by the Developer. Adams County Community and Economic Development will be the final decision maker regarding the resolution of noise complaints or any other off-site impacts, provided that Developer is provided notice and an opportunity to be heard. Excessive complaints that are not resolved to the satisfaction of the County may be justification for a Show Cause Hearing before the Adams County Board of County Commissioners.
- K. Ensure that all construction vehicles have a backup alarm that complies with OSHA requirements, 29 CFR 1926.601(b)(4) and 1926.602(a)(9), and/or other remedies (such as flagmen) to minimize noise as approved by the County.
- L. If fuel will be stored on the subject properties or within the County's right-of-way: All fuel storage at this site shall be provided with secondary containment that complies with state law and any appropriate regulatory standards; fueling areas shall be separated from the rest of the site's surface area, and protected from storm water; and Developer shall provide a spill prevention plan and release prevention plan for fuel storage and fueling operations. Spill and drip containment pans shall be emptied frequently and all spills shall be cleaned up and disposed of immediately at a facility permitted for such disposal.

Developer shall notify the County prior to commencing any snow removal operations within the County's right-of-way. The Developer shall be responsible for any damages to the right-of-way caused by these activities and shall repair damages at their expense within 60 days of receiving notice from the County.
- M. Screen any storage or staging lots from adjacent residential properties within 100 ft.
- N. Comply with all applicable local, state and federal requirements during the course of the Project.

3. Design Requirements.

- A. The Project will be designed to meet or exceed the minimum Federal Safety Standards contained in 49 CFR 195, as applicable, and national engineering design codes for pipelines set forth by the American Society of Mechanical Engineers.
- B. Pipeline burial depths will meet or exceed federal, state, and applicable engineering standards. The pipelines will be buried with a minimum of 48 inches of cover where practical, and in locations where such burial depth is not achievable due to strategic locations such as road crossings, additional mechanical protection will be provided, such as increased pipe wall thickness, as approved by the County and referenced within this Agreement.

The location of the Boardwalk Pipeline is rural and County transportation and drainage projects are not anticipated in this area. If a project occurs in the area of the approved pipeline alignment, the Developer agrees to avoid any regional drainage improvements, to the extent possible. The County agrees to make all reasonable attempts to avoid the pipeline during the design and construction of future drainage facilities. In the event that a future regional drainage improvement project requires the relocation of the pipeline, the Developer agrees to relocate the pipeline at its sole expense and Adams County shall give Developer 30 calendar days advance written notice for it to commence such relocation if it determines that the pipeline needs to be re-located.

- C. Any construction of structures will be designed to meet the 2012 International Fire Code and amendments.
- D. Ensure pipelines are located in easements on private property and County road crossings shall be as near as possible to right angles. This effective placement of the pipeline allows buildings to be constructed in the future keeping with required structure setbacks per Transportation Plan, The Commerce City Transportation Plan (dated July 12, 2010) and future "DIA Technology" land uses.

4. Operational Requirements.

- A. The Project will be operated to Federal Safety Standards contained in 49 CFR 195 as well as the Developer's operating standards and practices and maintenance procedures as referenced within the Developer's CUP application materials submitted to the County for the Project.
- B. The steel pipeline will have a corrosion prevention system as detailed within the Developer's CUP application materials submitted to the County for the Project.
- C. The Project will have a multi-faceted integrity management program, as required under federal pipeline safety standards (49 CFR 195 and ASME B31.4). The Project will be operated in accordance with all applicable local, state and federal codes, laws and regulations, including but not limited to the Colorado Department of Transportation ("CDOT") and CDPHE.

5. Post-Construction and Maintenance Requirements.

- A. Developer agrees to restore any disturbed County-owned lands in compliance with the requirements of applicable easement agreements as soon as possible but no later than August 31, 2017. In the event that reseeding is unsuccessful in the first growing season, the Developer agrees to comply with the terms of the easement agreements to restore the land during the subsequent growing season. The County may grant an extension for good cause, in writing, in the event of unforeseen circumstances.
- B. Developer agrees to restore any disturbed private property in accordance with the applicable easement agreements as soon as possible but no later than August 31,

2017. In the event that reseedling is unsuccessful in the first growing season, the Developer agrees to comply with the terms of the easement agreements to restore the land during the subsequent growing season. The County may grant an extension for good cause, in writing, in the event of unforeseen circumstances.

- C. Construction plans submitted by the Developer to the County for the Project show the pipeline located completely outside of the future right-of-way as depicted in the Adams County 2012 Transportation Plan. In the event that the pipeline is not constructed in accordance with the construction plans approved by the County and there becomes a conflict with a future roadway expansion project, as the project is contemplated under the Transportation Plan, the Developer agrees to relocate the pipeline at its own expense.
- D. The Developer also agrees that the approval of encroachment agreement requests for parking lots and driveways on private property shall not be unreasonably or arbitrarily withheld, in accordance with the terms of the easement agreements for the Project.
- E. Developer agrees that it will not disrupt or damage the functionality of any existing drainage facilities.
- F. Developer agrees to submit "as built" construction drawings to the Adams County Assessor's Office within 120 days of construction completion in accordance with the procedures established by the County.
- G. Developer agrees to submit emergency contact information, emergency response plans, and final maps of the Project, including all associated valves and pipeline components, to the local fire districts encompassing the Project and to the Adams County Office of Emergency Management before commencing operation of the pipeline. The Developer shall comply with all other requests for information from the Adams County Office of Emergency Management in accordance with local, state, and federal law.
- H. Maintenance of the Project will follow guidelines set forth in the Developer's operations and maintenance procedures (referenced in Section 4C of this Agreement), which meet or exceed regulatory requirements. Maintenance activities associated with the line and permanent easement include, but are not limited to, the following:
 - Implementation of a damage prevention program including observation of any construction activities by others on or near the permanent easement;
 - Implementation of a public education program;
 - Installation and maintenance of pipeline markers;
 - Inspection and maintenance of corrosion control systems;
 - Inspection of block valves;
 - Inspection of crossings by other pipelines, highways, utilities;
 - Inspection and maintenance of safety, control, mechanical, and

electrical equipment;

- Maintenance of communication equipment; and
- Calibration of all instruments to comply with USDOT regulations.

6. Development Impact Fees. There are no development fees associated with this Project.

7. Encroachment Upon Future Right-of-Way. In any segment of the Project that is parallel to an Adams County right-of-way, the pipeline shall be constructed a minimum of five (5) feet from the edge of the maximum future right-of-way width, as designated in the Adams County 2012 Transportation Plan.

As development of the Transportation Plan is implemented and if the location and existence of Developer's permanent easement precludes such development, Developer's overlapping easement rights shall be subordinated (subject to the then-existing rights of the parties, laws and regulations) to accommodate Adams County's development.

8. Acceptance and Maintenance of Public Improvements. Developer is not required to make any public improvements or make any public dedications in connection with the Project.

9. Guarantee of Compliance. Developer hereby agrees that should it fail to comply with the terms of this Agreement, the County is entitled to obtain from the Colorado State District Court for the Seventeenth Judicial District a mandatory injunction requiring said Developer to comply with the terms of this Agreement. Prior to the County seeking such an injunction, Developer will be provided the opportunity to cure any default in accordance with the terms set forth herein. Developer further agrees that failing to comply with the requirements set forth in this Agreement may be justification for a Show Cause Hearing where the CUP Permit may be revoked.

10. Financial Security. The County has determined that there is no need for a guarantee of financial security with regard to this Project.

11. Successors and Assigns. This Agreement shall be binding upon the heirs, executors, personal representatives, successors, and assigns of the Developer, and shall be deemed a covenant running with the real property.

II. COUNTY'S OBLIGATIONS:

Except as expressly set forth herein, the County shall have no obligations associated with this Agreement.

III. GENERAL PROVISIONS:

1. No Third Party Beneficiaries. This Agreement is intended to describe and determine such rights and responsibilities only as between the parties hereto. It is not intended to and shall not be deemed to confer rights or responsibilities to any person or entities not named hereto.

2. Notices. Any and all notices, demands or other communications desired or required to be given under any provision of this Agreement shall be given in writing and delivered personally or sent by registered or certified mail, return receipt requested, postage prepaid or by email addressed as follows:

To Developer:

Discovery DJ Services, LLC
7859 Walnut Hill Lane, Suite 335
Dallas, TX 75230

To Adams County:

Director, Adams County Community and Economic Development
4430 South Adams County Parkway, 1st Floor, Suite W2000A
Brighton, CO 80601
Email: nwright@adcogov.org

With a copy to:

Adams County Attorney
4430 South Adams County Parkway
5th Floor, Suite C5000B Brighton, CO 80601

3. Amendments.

Should any changes to the Conditional Use Permit be proposed before, during or after completion of the Project, the Developer shall submit the details of those changes to the Adams County Community and Economic Development Director for a determination as to whether those changes constitute a Major or Minor Amendment in accordance with the Regulations.

This Agreement may only be modified, amended, changed or terminated in whole or in part by an agreement in writing duly authorized and executed by the parties hereto with the same formality, and subject to the same statutory and regulatory requirement, as this Agreement.

4. Controlling Law. This Agreement and its application shall be construed in accordance with the laws of the State of Colorado.
5. Default. If either party is in default under this Agreement, the non-defaulting party shall provide written notice of said default to the defaulting party to the address provided in Section 2 immediately above. The defaulting party shall have 30 days to cure the default, unless an extension is granted in writing by the non-defaulting party for good cause. The non-defaulting party may seek all remedies available pursuant to the Agreement and under the law.
6. Costs and Fees. In the event of any litigation arising out of this Agreement, the parties agree that each will pay its own costs and fees.

[Signature Pages Follow]

Developer

DISCOVERY DJ SERVICES, LLC, a Texas limited liability company.

By: Zion Engineering LLC, its Engineering Consultant

By: _____

Name: _____

Title: _____

ACKNOWLEDGMENT

STATE OF _____)
COUNTY OF _____) ss.

The foregoing instrument was acknowledged before me this ____ day of _____ 2017,
by _____ as _____ of the Engineering
Consultant and authorized representative for Discovery DJ Services, LLC.

Witness my hand and official seal.

Notary Public, State of _____

My Commission Expires: _____
My Commission Number: _____
(Seal)

APPROVED BY resolution at the meeting of _____, 2017.

ATTEST:

BOARD OF COUNTY COMMISSIONERS
ADAMS COUNTY, COLORADO

Clerk to the Board

Chair

STATE OF COLORADO)
COUNTY OF ADAMS)

At a regular meeting of the Board of County Commissioners for Adams County, Colorado, held at the Government Center in Brighton, Colorado on the 13th day of December, 2016 there were present:

Steve O’Dorisio	Commissioner
Eva J. Henry	Commissioner
Charles “Chaz” Tedesco	Commissioner
Erik Hansen	Commissioner
Jan Pawlowski	Commissioner
Heidi Miller	County Attorney
Erica Hannah	Clerk to the Board

when the following proceedings, among others were held and done, to-wit:

RESOLUTION APPROVING APPLICATION IN CASE #RCU2016-00016 BOARDWALK PIPELINE PROJECT

Resolution 2016-572

WHEREAS, this case involved an application for a Requesting a Conditional Use Permit to construct a new natural gas, crude oil and produced liquids gathering system and Central Delivery Point (CDP) facility, at the following location:

APPROXIMATE LOCATION:
Multiple Parcels through Adams County

Parcel Numbers:

0156700000051, 0156700000062, 0156700000063, 0156700000066, 0156700000093, 0156700000240, 0156700000242, 0156700000249, 0156700000250, 0156700000326, 0156700000344, 0156700000345, 0156705100001, 0156705400001, 0156708100002, 0156708100003, 0156708100004, 0156708400001, 0156716200001, 0156716200003, 0156716200004, 0156721100001, 0156728100001, 0156728200001, 0156731300001, 0156732100001, 0156900000077, 0156919000002, 0156919000005, 0156919000015, 0156920000017, 0156928000016, 0156929000006, 0156929100001, 0156932100004, 0156933000007, 0156933005001, 0156933100001, 0156933200002, 0156933300003, 0156934100005, 0156934200001, 0156935300001, 0156935300002, 0156935300005, 0156935400001, 0156935400003, 0156935400004, 0157124000017, 0157124000040, 0157124000041, 0172500000129, 157124000017

LEGAL DESCRIPTION:
Legal Start and End Points within Adams County:

Beginning: SECT,TWN,RNG:24-1-67 DESC: ALL THAT PT W2 SE4 LYING E OF U P RR 60/89A,

Ending: SECT,TWN,RNG:5-1-65 DESC: PT OF SEC 5 DESC AS FOL BEG AT E4 COR SD SEC TH W 210 FT TO TRUE POB TH S 627/38 FT TO PT ON NLY LN OF STRIP OF LAND 100 FT WIDE TO HENRYLYN IRRIGATION DIST FOR DENVER-HUDSON CANAL BY DEED RECORDED BOOK 57 PAGE 199 TH WLY THE FOL 4 COURSES N 84D 11M W 389/36 FT N 76D 45M W 195/41 FT N 84D 48M W 118/34 FT S 78D 01M W 127/14 FT TH N 39D 50M W 1199/97 FT TH N 673 FT TH N 47D 02M E 155/75 FT TO PT ON SLY LN OF STRIP OF LAND 80 FT WIDE TO FARMERS RESV & IRRIG CO FOR NERES CANAL BY DEED RECORDED BOOK 35 PAGE 377 TH THE FOL 20 COURSES S 42D 47M E 277/51 FT S 36D 49M E 420/22 FT S 55D 31M E 134/66 FT S 81D 24M E 125/46 FT N 71D 36M E 112/05 FT N 44D 20M E 124/72 FT N 21D 31M E 114/15 FT N 07D 41M W 90/75 FT N 27D

12M W 115/37 FT N 45D 51M W 164/31 FT N 24D 38M W 113/63 FT N 77/99 FT N 20D 09M E 579/62 FT N 03D 50M E 124/41 FT N 12D 04M W 177/02 FT N 31D 56M W 115/19 FT N 65D 59M W 134/02 FT N 84D 09M W 135/43 FT N 61D 04M W 99/95 FT N 18D 01M W 31/51 FT TO N LN NE4 SD SEC 5 TH E 1046 FT TO PT 210 FT WLY OF NE COR SD SEC TH S 2312/19 FT TO TRUE POB EXC PARC 33/06A

Total Project Length: 29.4 miles

Length in Adams County: 12 miles

Parcel/Tract Count in Adams County: 31

WHEREAS, the Adams County Planning Commission held a public hearing on the application on the 8th day of December, 2016, and forwarded a recommendation of APPROVAL to the Board of County Commissioners; and

WHEREAS, the Board of County Commissioners held a public hearing on the application on the 13th day of December, 2016; and

WHEREAS, substantial testimony was presented by members of the public and the applicant.

NOW, THEREFORE, BE IT RESOLVED, by the Board of County Commissioners, County of Adams, State of Colorado, that based upon the evidence presented at the hearing and the recommendation of the Adams County Planning Commission, the application in this case is hereby APPROVED based upon the following findings of fact and subject to the fulfillment of the following conditions by the applicant:

Findings of Fact

1. The conditional use is permitted in the applicable zone district.
2. The conditional use is consistent with the purposes of these standards and regulations.
3. The conditional use will comply with the requirements of these standards and regulations including, but not limited to, all applicable performance standards.
4. The conditional use is compatible with the surrounding area, harmonious with the character of the neighborhood, not detrimental to the immediate area, not detrimental to the future development of the area, and not detrimental to the health, safety, or welfare of the inhabitants of the area and the County.
5. The conditional use permit has addressed all off-site impacts.
6. The site is suitable for the conditional use including adequate usable space, adequate access, and absence of environmental constraints.
7. The site plans for the proposed conditional use will provide the most convenient and functional use of the lot including the parking scheme, traffic circulation, open space, fencing, screening, landscaping, signage, and lighting.
8. Sewer, water, storm water drainage, fire protection, police protection, and roads are to be available and adequate to serve the needs of the conditional use as designed and proposed.
9. Documentation that prior to site disturbance associated with the Proposed Project, the Applicant can and will obtain all necessary property rights, permits and approvals. The Board may, at its discretion, defer making a final decision on the application until outstanding property rights, permits and approvals are obtained or the Board may grant a Permit with conditions and/or conditions precedent that will adequately address outstanding concerns.
10. The Proposed Project considers the relevant provisions of the regional water quality plans.

11. The Applicant has the necessary expertise and financial capability to develop and operate the Proposed Project consistent with all requirements and conditions.
12. The Proposed Project is technically and financially feasible.
13. The Proposed Project is not subject to significant risk from natural hazards.
14. The Proposed Project is in general conformity with the applicable comprehensive plans.
15. The Proposed Project does not have a significant adverse effect on the capability of local government to provide services or exceed the capacity of service delivery systems.
16. The Proposed Project does not create an undue financial burden on existing or future residents of the County.
17. The Proposed Project does not significantly degrade any substantial sector of the local economy.
18. The Proposed Project does not unduly degrade the quality or quantity of recreational opportunities and experience.
19. The planning, design and operation of the Proposed Project reflects principals of resource conservation, energy efficiency and recycling or reuse.
20. The Proposed Project does not significantly degrade the environment. This includes the considerations that shall be used to determine whether there will be significant degradation of the environment. For purposes of this section, the term environment shall include:
 - Air quality,
 - Visual quality,
 - Surface water quality,
 - Groundwater quality,
 - Wetlands, flood plains, streambed meander limits, recharge areas, and riparian areas,
 - Terrestrial and aquatic animal life,
 - Terrestrial and aquatic plant life, and
 - Soils and geologic conditions.
21. The Proposed Project does not cause a nuisance and, if a nuisance has been determined to be created by the Proposed Project, the nuisance has been mitigated to the satisfaction of the County.
22. The Proposed Project does not significantly degrade areas of paleontological, historical, or archaeological importance.
23. The Proposed Project does not result in unreasonable risk of releases of hazardous materials. In making this determination as to such risk, the Board's consideration include:
 - Plans for compliance with Federal and State handling, storage, disposal and transportation requirements,
 - Use of waste minimization techniques, and
 - Adequacy of spill prevention and counter measures, and emergency response plans.
24. The benefits accruing to the County and its citizens from the proposed activity outweigh the losses of any resources within the County, or the losses of opportunities to develop such resources.
25. The Proposed Project is the best alternative available based on consideration of need, existing technology, cost, impact and these Regulations.
26. The Proposed Project shall not unduly degrade the quality or quantity of agricultural activities.
27. The proposed Project does not negatively affect transportation in the area.

28. All reasonable alternatives to the Proposed Project, including use of existing rights-of-way and joint use of rights-of-way wherever uses are compatible, have been adequately assessed and the Proposed Project is compatible with and represents the best interests of the people of the County and represents a fair and reasonable utilization of resources in the impact area.
29. The nature and location of the Proposed Project or expansion will not unduly interfere with existing easements, rights-of-way, other utilities, canals, mineral claims or roads.
30. Adequate electric, gas, telephone, water, sewage and other utilities exist or will be developed to service the site.
31. The proposed project will not have a significantly adverse net effect on the capacities or functioning of streams, lakes and reservoirs in the impact area, nor on the permeability, volume, recharge capability and depth of aquifers in the impact area.
32. The purpose and need for the Proposed Project is to meet the needs of an increasing population within the County, the area and community development plans, and population trends demonstrate clearly a need for such development.
33. The Proposed Project is compatible with the surrounding area, harmonious with the character of the neighborhood, not detrimental to the immediate area, not detrimental to the future development of the area, and not detrimental to the health, safety, or welfare of the inhabitants of the area.

Condition of Approval

1. Once finalized and executed, the applicant shall comply with all terms and conditions of the Development Agreement between Discovery DJ Services, LLC and Adams County.

Upon motion duly made and seconded the foregoing resolution was adopted by the following vote:

O'Dorisio	_____	Aye
Henry	_____	Aye
Tedesco	_____	Aye
Hansen	_____	Aye
Pawlowski	_____	Aye
		Commissioners

STATE OF COLORADO)
County of Adams)

I, Stan Martin, County Clerk and ex-officio Clerk of the Board of County Commissioners in and for the County and State aforesaid do hereby certify that the annexed and foregoing Order is truly copied from the Records of the Proceedings of the Board of County Commissioners for said Adams County, now in my office.

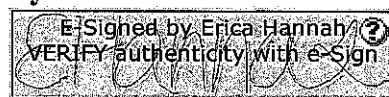
IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of said County, at Brighton, Colorado this 13th day of December, A.D. 2016.

County Clerk and ex-officio Clerk of the Board of County Commissioners

Stan Martin:



By:



Deputy

STATE OF COLORADO)
COUNTY OF ADAMS)

At a regular meeting of the Board of County Commissioners for Adams County, Colorado, held at the Government Center in Brighton, Colorado on the 13th day of December, 2016 there were present:

Steve O'Dorisio	Commissioner
Eva J. Henry	Commissioner
Charles "Chaz" Tedesco	Commissioner
Erik Hansen	Commissioner
Jan Pawlowski	Commissioner
Heidi Miller	County Attorney
Erica Hannah	Clerk to the Board

when the following proceedings, among others were held and done, to-wit:

RESOLUTION APPROVING A DEVELOPMENT AGREEMENT BETWEEN DISCOVERY
DJ SERVICES, LLC, AND ADAMS COUNTY FOR A CONDITIONAL USE PERMIT

Resolution 2016-573

WHEREAS, the Development Standards and Regulations of the County of Adams, State of Colorado, require a developer to enter into a Development Agreement for the construction of certain public and private improvements; and,

WHEREAS, Discovery DJ Services, LLC, applicant, is the owner of the pipeline known as the Boardwalk Pipeline Project Case No. RCU2016-00016; and,

WHEREAS, the County and the applicant desire to enter into a Development Agreement for the Boardwalk Pipeline Project in case number RCU2016-00016; and,

WHEREAS, the Adams County Community and Economic Development Department and Planning Commission recommend approval of the attached Development Agreement.

NOW, THEREFORE, BE IT RESOLVED, by the Board of County Commissioners, County of Adams, State of Colorado, that the Development Agreement with Discovery DJ Services, LLC, a copy of which is attached hereto and incorporated herein by this reference, be approved.

BE IT FURTHER RESOLVED that the Chair of the Board of County Commissioners be authorized to execute this AGREEMENT on behalf of the County of Adams, State of Colorado.

Upon motion duly made and seconded the foregoing resolution was adopted by the following vote:

O'Dorisio_____Aye
Henry_____Aye
Tedesco_____Aye
Hansen_____Aye
Pawlowski_____Aye

Commissioners

STATE OF COLORADO)
County of Adams)

I, Stan Martin, County Clerk and ex-officio Clerk of the Board of County Commissioners in and for the County and State aforesaid do hereby certify that the annexed and foregoing Order is truly copied from the Records of the Proceedings of the Board of County Commissioners for said Adams County, now in my office.

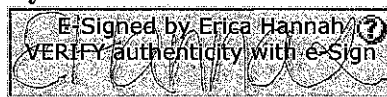
IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of said County, at Brighton, Colorado this 13th day of December, A.D. 2016.

County Clerk and ex-officio Clerk of the Board of County Commissioners

Stan Martin:



By:



Deputy

DEVELOPMENT AGREEMENT

THIS DEVELOPMENT AGREEMENT ("**Agreement**") is made and entered into by and between the COUNTY OF ADAMS, a political subdivision of the State of Colorado, hereinafter called "**County**," and DISCOVERY DJ SERVICES, LLC, a Texas limited liability company, 7859 Walnut Hill Lane, Suite 335, Dallas, TX 75230, hereinafter called "**Developer**."

WITNESSETH:

WHEREAS, Developer desires to construct approximately 29.64 miles of underground steel pipelines and appurtenances in Adams County, Colorado, as more particularly described in that certain Conditional Use Permit Application dated June 17, 2016 to transport wet natural gas and crude oil ("the **Project**"); and

WHEREAS, the Project will provide transportation of wet natural gas and crude oil, increase efficiency of delivering products to market, and reduce impacts to local roads by reducing truck traffic in furtherance of the goals of the Adams County Comprehensive Plan; and

WHEREAS, on June 17, 2016, Developer submitted an application for a Conditional Use Permit ("CUP") to Adams County in accordance with the requirements outlined in Chapter 2 of the Adams County Development Standards and Regulations ("the Regulations"), the Conditional Use Permit Checklist, and requested submittal criteria from the Adams County Areas and Activities of State Interest ("AASI") Checklist; and

WHEREAS, Developer will acquire, if it has not already done so, all necessary right-of-way easements and temporary construction easements to utilize certain real property in the County of Adams, State of Colorado; and

WHEREAS, the County has designated its future road expansion plans in the Adams County Transportation Plan adopted November 2012 ("**Transportation Plan**"); and

WHEREAS, it is provided by Sections 1-02-01-02-08 and 1-08 of the Regulations that where designated, the Developer shall have entered into a written agreement with the County addressing Developer's and the County's obligations with regard to the Project as a condition of approval for the CUP; and

WHEREAS, the County and the Developer have planned and designed the Project so it will not prohibit future development, and so that it will not add cost to the County's future infrastructure plans to support development.

NOW, THEREFORE, in consideration of the foregoing, the parties hereto promise, covenant, and agree as follows:

I. DEVELOPER'S OBLIGATIONS:

1. Pre-Construction Activities. Prior to site disturbance and commencing construction in the County, Developer shall:
 - A. Submit construction plans to the Adams County One Stop Permit Counter and apply for the appropriate construction permits.
 - B. In the event that any portion of the project is located within the MS4 permit boundary of unincorporated Adams County and greater than 1 acre of disturbance, a Stormwater Management Plan ("SWMP") will need to be prepared according to County standards. Moreover, surety will be required for Best Management Practices ("BMP") located within the MS4 boundary. Stormwater BMPs will be implemented for the construction phase to capture and treat all onsite stormwater runoff in accordance with the requirements for the SWMP.
 - C. Prepare a Traffic Control Plan for the portion of the project within Unincorporated Adams County and obtain written approval of the Plan from the Adams County Transportation Department prior to the commencement of construction. The Traffic Control Plan shall detail any impacts to the applicable right-of-way during the construction of the Project, including but not limited to, lane closures, access to construction staging sites, hours of operation, etc. The Traffic Control Plan shall be prepared in a way to minimize impacts to adjacent property owners during the construction period. The Developer shall be responsible to implement any necessary corrections to the Traffic Control Plan.
 - D. Submit the Facilities Response Plan to the County.
 - E. Secure all applicable local, state and federal permits for the Project and submit copies of these permits to the County.
 - F. Secure Adams County Right-Of-Way permits prior to constructing crossings.
 - G. Secure a Floodplain Use Permit prior to commissioning the Brighton CDP facility.
 - H. Submit copies of all executed easements for the Project to the County.
 - I. Contact and use commercially reasonable efforts to work with Xcel Energy and United Power regarding any possible encroachment the Project may have on Xcel Energy's or United Power's pipeline(s) or related facilities.
 - J. Contact and use good faith efforts in continuing to work with Anadarko to address their concerns identified in letter dated October 14, 2016. =
 - K. To mitigate any screening concerns, the CDP facility will have a 30 ft. wide landscaping buffer with an 8 ft. tall fence to provide visual blockage of the site in accordance with the submitted landscaping plan.
 - L. Continue to work with Adams County and The City of Commerce City Public Works Department to ensure the pipeline location is outside the potential future ROW for The Commerce City Transportation Plan (dated July 12, 2010).
 - M. Comply with all applicable requirements of the Federal Aviation Administration ("FAA") and the Denver International Airport ("DIA").
 - N. Acknowledge the Colorado Geological Survey letter dated July 22, 2016.

- O. Comply with the requirements of referral comments received from the City of Brighton and the submitted landscaping plan.
 - P. Acknowledge the Commerce City letters dated July 22, 2016 and October 14, 2016.
2. Construction Activities. During construction, the Developer shall:
- A. Construct the project in accordance with the approved construction plans. The Developer shall submit a certification letter from a Professional Engineer within 45 days of construction completion certifying that the Project was constructed in accordance with the approved plans.
 - B. Manage stormwater in accordance with a SWMP prepared under the Colorado Department of Public Health and Environment ("CDPHE") Colorado Discharge Permitting System ("CDPS") Permit and in accordance with the Clean Water Act National Pollution Discharge Elimination System ("NPDES") regulations and Adams County's Grading Erosion and Sediment Control standards. Stormwater BMPs will be implemented for the construction phase to capture and treat all onsite stormwater runoff in accordance with the requirements for the SWMP.
 - C. Operate at the Project site only from dawn to dusk during construction, Monday through Saturday, except for inclement weather and during hydrostatic testing, horizontal directional drilling ("HDD"), and emergency situations that would cause the Developer to be out of compliance with any applicable local, state, or federal permit. The Adams County Director of Community and Economic Development may extend the hours and days of operation if Developer makes a request in writing and demonstrates sufficient need.
 - D. Implement the approved Traffic Control Plan.
 - E. Comply with the guidelines suggested by Colorado Parks and Wildlife to ensure there is no effect to any species of concern as referenced within the application materials of Developer's CUP Application as identified in both the July 16, 2016 and September 28, 2016 letters.
 - F. Comply with guidelines of Section 106 of the National Historic Preservation Act of 1966 in locations that have been identified as federally regulated within Adams County. Comply with State of Colorado Historical, Paleontological, and Archeological Resources Act of 1973 (C.R.S. 24-80-401 to 410) on all identified state lands within Adams County. All best management practices and avoidance measures proposed within the submitted CUP on lands that are state and federally regulated by the above listed laws will be enforced.
 - G. Comply with the recommendations of the Tri-County Health Department letter dated July 6, 2016.
 - H. Comply with the terms of the Project's Air Pollution Emissions Notice ("APEN") issued by CDPHE.
 - I. Comply with C.R.S. 42-4-1407, covering loads for all hauling/construction trucks.
 - J. Be responsible for the cleanliness and safety of all roadways adjacent to the Project in the event that there are any issues related to the Project during construction. If at any time these roadways are found to be dangerous or not passable due to debris or

mud caused by Project activities, the County shall require Developer to cease Project operations immediately and clear the roadway of any and all debris or mud. The Project shall not resume until the County, in its sole discretion, deems the roadway conditions acceptable. If the Developer fails to keep the adjacent roadways clean and free from debris, the Adams County Transportation Department has the option to perform the required clean up and bill the charges directly to the Developer.

The Developer shall be responsible for repairing County infrastructure that is damaged as a result of the construction from the Project. Repairs shall occur as soon as possible, but no later than six (6) months following construction completion, unless an extension is granted by the County for extenuating circumstances. The Developer may submit evidence of the condition of the County's right-of-way at the start and completion of construction in order to demonstrate the pre-construction condition and the post-construction condition of the roadways.

- K. Remove and dispose of all fluid spills, such as hydraulic oil from maintenance of equipment, at a facility permitted for such disposal.
- L. Convey all complaints Developer receives concerning off-site impacts and the resolution of those complaints to the Adams County Department of Community and Economic Development. Off-site impacts shall be responded to and resolved immediately by the Developer. Adams County Community and Economic Development will be the final decision maker regarding the resolution of noise complaints or any other off-site impacts, provided that Developer is provided notice and an opportunity to be heard. Excessive complaints that are not resolved to the satisfaction of the County may be justification for a Show Cause Hearing before the Adams County Board of County Commissioners.
- M. Ensure that all construction vehicles have a backup alarm that complies with OSHA requirements, 29 CFR 1926.601(b)(4) and 1926.602(a)(9), and/or other remedies (such as flagmen) to minimize noise as approved by the County.
- N. If fuel will be stored on the subject properties or within the County's right-of-way on the subject properties or will be implemented: All fuel storage at this site shall be provided with secondary containment that complies with state law and any appropriate regulatory standards; fueling areas shall be separated from the rest of the site's surface area, and protected from storm water; and Developer shall provide a spill prevention plan and release prevention plan for fuel storage and fueling operations. Spill and drip containment pans shall be emptied frequently and all spills shall be cleaned up and disposed of immediately at a facility permitted for such disposal.

Developer shall notify the County prior to commencing any snow removal operations within the County's right-of-way. The Developer shall be responsible for any damages to the right-of-way caused by these activities and shall repair damages at their expense within 60 days of receiving notice from the County.

- O. Screen any storage or staging lots from adjacent residential properties within 100 ft.
- P. Comply with all applicable local, state and federal requirements during the course of the Project.

3. Design Requirements.

- A. The Project will be designed to meet or exceed the minimum Federal Safety Standards contained in 49 CFR 195 / 49 CFR 192, as applicable, and national engineering design codes for pipelines set forth by the American Society of Mechanical Engineers.
- B. Pipeline burial depths will meet or exceed federal, state, and applicable engineering standards. The pipelines will be buried with a minimum of 48 inches of cover where practical, and in locations where such burial depth is not achievable due to strategic locations such as road crossings, additional mechanical protection will be provided, such as increased pipe wall thickness, as approved by the County and referenced within this Agreement.

The location of the Boardwalk Pipeline is rural and County transportation and drainage projects are not anticipated in this area. If a project occurs in the area of the approved pipeline alignment, the Developer agrees to avoid any regional drainage improvements, to the extent possible. The County agrees to make all reasonable attempts to avoid the pipeline during the design and construction of future drainage facilities. In the event that a future regional drainage improvement project requires the relocation of the pipeline, the Developer agrees to relocate the pipeline at its sole expense and Adams County shall give Developer 30 calendar days advance written notice for it to commence such relocation if it determines that the pipeline needs to be re-located.

- C. Any construction of structures will be designed to meet the 2012 International Fire Code and amendments.
- D. Ensure pipelines are located in easements on private property and County road crossings shall be as near as possible to right angles. This effective placement of the pipeline allows buildings to be constructed in the future keeping with required structure setbacks per Transportation Plan, The Commerce City Transportation Plan (dated July 12, 2010) and future "DIA Technology" land uses.

4. Operational Requirements.

- A. The Project will be operated to Federal Safety Standards contained in 49 CFR 195 / 49 CFR 192 as well as the Developer's operating standards and practices and maintenance procedures as referenced within the Developer's CUP application materials submitted to the County for the Project.
- B. The steel pipelines will have a corrosion prevention system as detailed within the Developer's CUP application materials submitted to the County for the Project.
- C. The Project will have a multi-faceted integrity management program, as required under federal pipeline safety standards (49 CFR 195 and ASME B31.4, 49 CFR 192 and ASME B31.8). The Project will be operated in accordance with all applicable local, state and federal codes, laws and regulations, including but not limited to the Colorado Department of Transportation ("CDOT") and CDPHE.
- D. The CDP Facility will incorporate a 30 ft. wide landscape buffer along the north,

west, and south fence lines as outlined by Drawings 16016-C-1202 and 16016-C-1203 provided under Exhibit A "CDP Facility Landscape Planp to this Development Agreement.

5. Post-Construction and Maintenance Requirements.

- A. Developer agrees to restore any disturbed County-owned lands in compliance with the requirements of applicable easement agreements as soon as possible but no later than June 30, 2017. In the event that reseedling is unsuccessful in the first growing season, the Developer agrees to comply with the terms of the easement agreements to restore the land during the subsequent growing season. The County may grant an extension for good cause, in writing, in the event of unforeseen circumstances.
- B. Developer agrees to restore any disturbed private property in accordance with the applicable easement agreements as soon as possible but no later than June 30, 2017. In the event that reseedling is unsuccessful in the first growing season, the Developer agrees to comply with the terms of the easement agreements to restore the land during the subsequent growing season. The County may grant an extension for good cause, in writing, in the event of unforeseen circumstances.
- C. Construction plans submitted by the Developer to the County for the Project show the pipeline located completely outside of the future right-of-way as depicted in the Adams County 2012 Transportation Plan. In the event that the pipeline is not constructed in accordance with the construction plans approved by the County and there becomes a conflict with a future roadway expansion project, as the project is contemplated under the Transportation Plan, the Developer agrees to relocate the pipeline at its own expense.
- D. The Developer also agrees that the approval of encroachment agreement requests for parking lots and driveways on private property shall not be unreasonably or arbitrarily withheld, in accordance with the terms of the easement agreements for the Project.
- E. Developer agrees that it will not disrupt or damage the functionality of any existing drainage facilities.
- F. Developer agrees to submit "as built" construction drawings to the Adams County Assessor's Office within 120 days of construction completion in accordance with the procedures established by the County.
- G. Developer agrees to submit emergency contact information, emergency response plans, and final maps of the Project, including all associated valves and pipeline components, to the local fire districts encompassing the Project and to the Adams County Office of Emergency Management before commencing operation of the pipeline. The Developer shall comply with all other requests for information from the Adams County Office of Emergency Management in accordance with local, state, and federal law.
- H. Maintenance of the Project will follow guidelines set forth in the Developer's operations and maintenance procedures (referenced in Section 4C of this

Agreement), which meet or exceed regulatory requirements. Maintenance activities associated with the line and permanent easement include, but are not limited to, the following:

- Implementation of a damage prevention program including observation of any construction activities by others on or near the permanent easement;
- Implementation of a public education program;
- Installation and maintenance of pipeline markers;
- Inspection and maintenance of corrosion control systems;
- Inspection of block valves;
- Inspection of crossings by other pipelines, highways, utilities;
- Inspection and maintenance of safety, control, mechanical, and electrical equipment;
- Maintenance of communication equipment; and
- Calibration of all instruments to comply with USDOT regulations.

6. Development Impact Fees. There are no development fees associated with this Project.

7. Encroachment Upon Future Right-of-Way. In any segment of the Project that is parallel to an Adams County right-of-way, the pipeline shall be constructed a minimum of five (5) feet from the edge of the maximum future right-of-way width, as designated in the Adams County 2012 Transportation Plan.

As development of the Transportation Plan is implemented and if the location and existence of Developer's permanent easement precludes such development, Developer's overlapping easement rights shall be subordinated (subject to the then-existing rights of the parties, laws and regulations) to accommodate Adams County's development.

8. Acceptance and Maintenance of Public Improvements. Developer is not required to make any public improvements or make any public dedications in connection with the Project.

9. Guarantee of Compliance. Developer hereby agrees that should it fail to comply with the terms of this Agreement, the County is entitled to obtain from the Colorado State District Court for the Seventeenth Judicial District a mandatory injunction requiring said Developer to comply with the terms of this Agreement. Prior to the County seeking such an injunction, Developer will be provided the opportunity to cure any default in accordance with the terms set forth herein. Developer further agrees that failing to comply with the requirements set forth in this Agreement may be justification for a Show Cause Hearing where the CUP Permit may be revoked.

10. Financial Security. The County has determined that there is no need for a guarantee of financial security with regard to this Project.

11. Successors and Assigns. This Agreement shall be binding upon the heirs, executors, personal representatives, successors, and assigns of the Developer, and shall be deemed a covenant running with the real property.

II. COUNTY'S OBLIGATIONS:

Except as expressly set forth herein, the County shall have no obligations associated with this Agreement.

III. GENERAL PROVISIONS:

1. No Third Party Beneficiaries. This Agreement is intended to describe and determine such rights and responsibilities only as between the parties hereto. It is not intended to and shall not be deemed to confer rights or responsibilities to any person or entities not named hereto.
2. Notices. Any and all notices, demands or other communications desired or required to be given under any provision of this Agreement shall be given in writing and delivered personally or sent by registered or certified mail, return receipt requested, postage prepaid or by email addressed as follows:

To Developer:

Discovery DJ Services, LLC
7859 Walnut Hill Lane, Suite 335
Dallas, TX 75230

To Adams County:

Director, Adams County Community and Economic Development
4430 South Adams County Parkway, 1st Floor, Suite W2000A
Brighton, CO 80601
Email: nwright@adcogov.org

With a copy to:

Adams County Attorney
4430 South Adams County Parkway
5th Floor, Suite C5000B Brighton, CO 80601

3. Amendments.
Should any changes to the Conditional Use Permit be proposed before, during or after completion of the Project, the Developer shall submit the details of those changes to the Adams County Community and Economic Development Director for a determination as to whether those changes constitute a Major or Minor Amendment in accordance with the Regulations.

This Agreement may only be modified, amended, changed or terminated in whole or in part by an agreement in writing duly authorized and executed by the parties hereto with the same formality, and subject to the same statutory and regulatory requirement, as this Agreement.

4. Controlling Law. This Agreement and its application shall be construed in accordance with the laws of the State of Colorado.
5. Default. If either party is in default under this Agreement, the non-defaulting party shall provide written notice of said default to the defaulting party to the address provided in Section 2 immediately above. The defaulting party shall have 30 days to cure the default, unless an extension is granted in writing by the non-defaulting party for good cause. The non-defaulting party may seek all remedies available pursuant to the Agreement and under the law.
6. Costs and Fees. In the event of any litigation arising out of this Agreement, the parties agree that each will pay its own costs and fees.

[Signature Pages Follow]

Developer

DISCOVERY DJ SERVICES, LLC, a Texas limited liability company.

By: Zion Engineering LLC, its Engineering Consultant

By: Andy Siegfried

Name: ANDY SIEGFRIED

Title: PRESIDENT

ACKNOWLEDGMENT

STATE OF Colorado)
COUNTY OF Arapahoe) ss. Greenwood Village

The foregoing instrument was acknowledged before me this 9th day of December 2016, by ANDY SIEGFRIED as PRESIDENT of the Engineering Consultant and authorized representative for Discovery DJ Services, LLC.

Witness my hand and official seal.

My Commission Expires: 4/27/2019
My Commission Number: 20074014906
(Seal)

Justin Lenderink
Notary Public, State of Colorado

JUSTIN LENDERINK
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20074014906
COMMISSION EXPIRES APR. 27, 2019

APPROVED BY resolution at the meeting of December 13

ATTEST:

BOARD OF COUNTY COMMISSIONERS
ADAMS COUNTY, COLORADO
JUSTIN LENDERINK
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20074014906
COMMISSION EXPIRES APR. 27, 2019

Elanna

Clerk to the Board

Steven J. O'Donoghue

Chairperson

APPROVED AS TO FORM
COUNTY ATTORNEY
Michael J. Fucini



June 3, 2016

Zion Engineering, LLC
8100 East Maplewood Ave, Suite 1000
Greenwood Village, CO 80111

To Whom It May Concern:

On behalf of Discovery DJ Services LLC ("DJ Services"), Zion Engineering, LLC is appointed, on our behalf, to act as our agent in the preparation and submittal of applicable permits associated with the Boardwalk Project located in Adams and Weld Counties in Colorado.

The Boardwalk Project ("Project") consists of a 8" oil gathering pipeline, 12" natural gas gathering pipeline, 8" residue gas pipeline, and 4" NGL pipeline located in Adams and Weld Counties. Three stations are also included in the Project; Brighton CDP, Fort Lupton Gas Plant, and the Discovery Crude Terminal.

Regards,

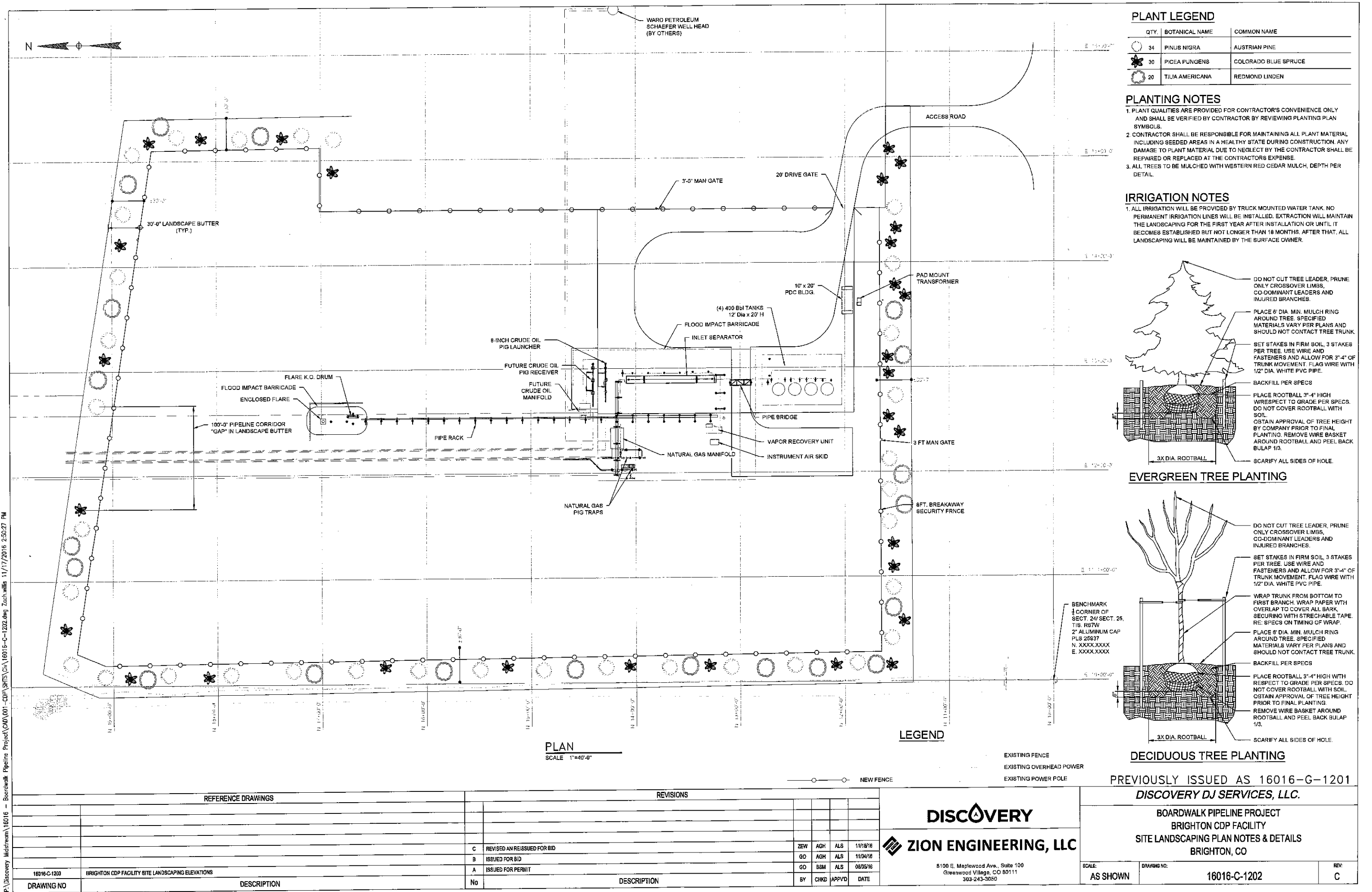
A handwritten signature in black ink, appearing to read "Cory G. Jordan".

Cory G. Jordan
Executive Vice President Operations
Discovery DJ Services LLC

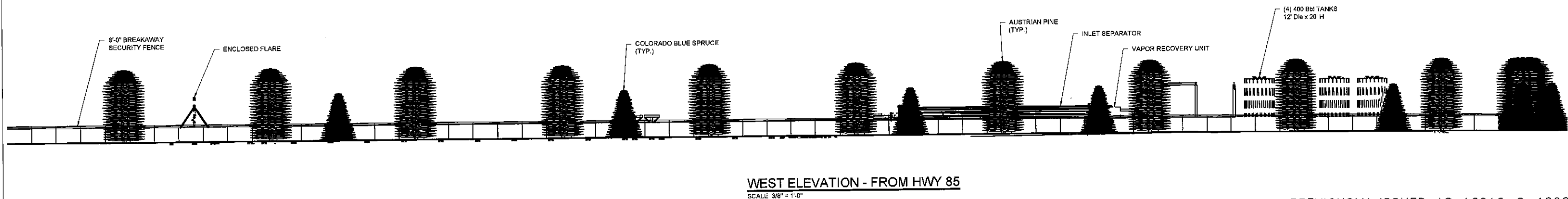
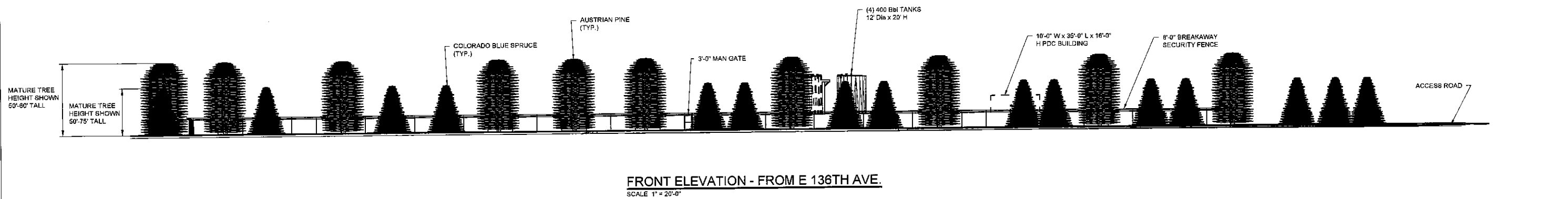
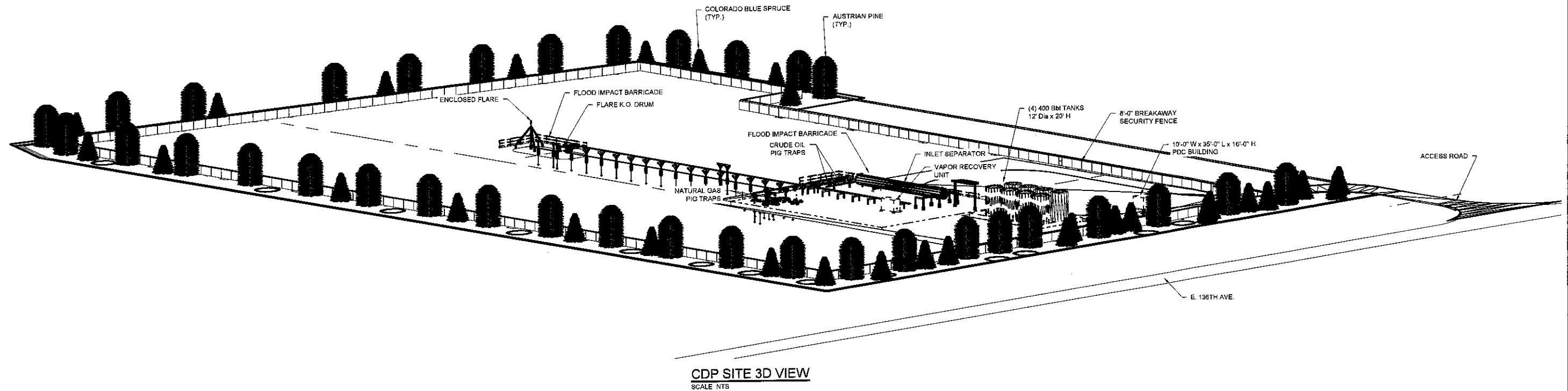
EXHIBIT soneCDP FACILITY LANDSCAPE PLAN

Attached to and made a part hereof the Development Agreement, by and between the COUNTY OF ADAMS,
hereinafter called "County", and DISCOVERY DJ SERVICES, LLC, hereinafter called "Developer"


P:\Discovery Midstream\16016 - Boardwalk Pipeline Project\CDP\SHRS\CDP\16016-G-1201.dwg Zach.willis 11/17/2016 2:50:27 PM



P:\Discovery Midstream\16016 - Boardwalk Pipeline Project\CAD\16016-C-1203.dwg Zachellis 11/18/2016 12:57:00 PM



PREVIOUSLY ISSUED AS 16016-G-1202

REFERENCE DRAWINGS		REVISIONS							<div>DISCOVERY</div> <div> ZION ENGINEERING, LLC</div> <div>8100 E. Maplewood Ave., Suite 100 Greenwood Village, CO 80111 303-243-3050</div>		DISCOVERY DJ SERVICES, LLC.		
											BOARDWALK PIPELINE PROJECT BRIGHTON CDP FACILITY SITE LANDSCAPING ELEVATIONS BRIGHTON, CO		
											SCALE:	DRAWING NO:	REV:
											AS SHOWN	16016-C-1203	C
DRAWING NO	DESCRIPTION	No	DESCRIPTION	BY	CHKD	APPVD	DATE						
16016-G-1201	SITE LANDSCAPING PLAN NOTES & DETAILS	C	REVISED AND REISSUED FOR BID	KJH	ESM	ALS	11/18/16						
		B	ISSUED FOR BID	GO	AGH	ALS	11/04/16						
		A	ISSUED FOR PERMIT	GO	BSM	ALS	08/05/16						