



EXHIBIT 12

Noise Mitigation Plan

FIELDWIDE -NIOBRARA

Exhibit 12—ConocoPhillips Company

Comprehensive Noise Mitigation Plan for Oil & Gas Operations within Aurora

ConocoPhillips Company proposes to drill Oil & Gas wells located within the City of Aurora (“Development Area”). ConocoPhillips presents this plan for predicting, monitoring and responding to noise related issues during the drilling, completion, construction and installation of facilities for Oil & Gas wells.

Background and Regulations:

Noise associated with Oil & Gas development is regulated by the Colorado Oil & Gas Conservation Commission (COGCC) Section 802 “Noise Abatement.” The current COGCC rules related to noise management can be found at the link below:

600 Series: [600 Series Safety Regulations](#)

800 Series: [800 Series Aesthetic and Noise Control Regulations](#)

ConocoPhillips Noise Plan - Aurora:

ConocoPhillips will ensure compliance with COGCC regulations as well as Section 2 of Exhibit C to the Operator Agreement dated June 5, 2019 between ConocoPhillips Company, Burlington Resources Oil & Gas Company LP, and the City of Aurora while conducting Oil & Gas operations within the City of Aurora through the following methodologies:

2. Noise Mitigation.

2.1. Operator shall comply with the sound limitation regulations set forth in the COGCC 800 Series Aesthetic and Noise Control Regulations.

2.2 Noise Baseline Study. Operator shall perform a baseline noise study if a New Well is planned within 2,640 feet of an area with more than five Residential Building Units or one High Occupancy Building. If the noise study indicates the need for sound mitigation, Operator shall utilize appropriate measures to meet acceptable OSHA and COGCC requirements for A and C scale sound unless Operator obtains waivers from all affected property owners within that distance. Operator shall provide a copy of the noise study to the City.

2.3 Noise Mitigation. During Drilling Phase and Completion Phase, Operator shall use noise mitigation for any New Well located (1) in the Northeast Plains Medium Density Residential Subarea (or equivalent zoning per adoption of the unified development code)

and west of the longitudinal line that is parallel with Hudson Road, as shown on **Exhibit A-2**, or (2) within 1,320 feet of a Residential Building Unit or within 1,500 feet of one High Occupancy Building unless Operator obtains waivers from all affected property owners within that distance.

2.3.1 Operator may use sound walls, berming, bales, or any other appropriate measure to mitigate noise to acceptable levels.

2.4 Additional Noise Measures. For New Wells within 1,320 feet of Residential Building Unit, Operator may be required to provide for additional noise mitigation based on the following site specific characteristics:

2.4.1 Nature and proximity of adjacent development (design, location, use);

2.4.2 Prevailing weather patterns, including wind directions;

2.4.3 Type and intensity of the noise emitted; and

2.4.4 Vegetative cover on or adjacent to the site or topography.

Based on the foregoing, for New Wells within 1,320 feet of a Residential Building Unit, the City may request additional noise abatement measures or BMPs depending on the site including a noise management plan specifying

- the hours of maximum noise and the type,
- frequency and level of noise emitted,
- the mitigation methods to be employed to control both A and C scale noise, and
- restriction on unloading pipe from delivery trucks between 8:00 pm and 7:00 am.

2.5 The Operator shall comply with all provisions of COGCC Rule 802 on Noise Abatement with respect to the Well Sites; provided, however, that other than during Construction, Drilling, and Completions Phases, the maximum permissible noise levels to be applied under Rule 802 will be the greater of:

- the levels set forth for the land use type of “Residential/Agricultural/Rural” under Rule 802 if measurements are taken at 1,320 feet from the sound walls at the Well Site; or
- four dB(A) higher than baseline ambient sound measured at 1,320 feet from the sound walls at the Well Site.

All measurements considered for compliance with this section will be taken by a third-party contractor using industry standard equipment and practices.

2.6 C Scale Noise. The Operator shall address C scale noise/vibration through berming, capable sound walls, and other associated BMPs. During the Drilling and Completion Phases of New Wells within 1,320 feet of a Residential Building Unit or 1,500 feet of a High Occupancy Building, the Operator shall construct a sound mitigating wall or comparable measures to mitigate noise as appropriate on a case-by-case or modeled basis. Additional mitigations must be taken by the Operator if C-scale noise levels are increased the larger of either 5db over ambient or above 65db at 25' from the nearest Residential Building Unit.

2.7 All sound measurements must be taken in accordance with the COGCC Rules and additional considerations including:

- Wind speed;
- Proper documenting;
- Average measurement periods; and
- Measurements 4 feet off the ground or as close as possible.

2.8 All noise mitigation measures shall be paid for by the Operator.

Noise Complaints: If a noise complaint is made to either ConocoPhillips directly, the COGCC, or the City of Aurora, and ConocoPhillips is notified of the complaint, noise levels will be measured within 48 hours of ConocoPhillips receipt of the complaint. ConocoPhillips will contact the concerned party (if contact information is available) to discuss the complaint and the results of the noise measurements. If measured noise levels exceed COGCC limits, ConocoPhillips will work to mitigate the noise to permitted levels.”

Contacts:

Should a noise complaint be filed with the City of Aurora, the complaint should be forwarded to the following address:

ConocoPhillips Company
Attn: Vanessa Thompson, Surface Land Supervisor
34501 E. Quincy Ave Bldg#1
Watkins, CO 80137
303-268-3718
Vanessa.M.Thompson@COP.com