



EI-26643

August 2, 2019

VIA UPS AND EMAIL (uinta.eis@icf.com)

Joshua Wayland
Surface Transportation Board
c/o 9300 Lee Highway
Fairfax, VA 22031
Attention: Environmental filing, **Docket No. FD 36284**

Re: Berry Petroleum Company, LLC's Comment Letter
Uinta Basin Railway Project – Indian Canyon Route

Please accept this letter as Berry Petroleum Company, LLC's ("Berry") formal comment letter on the proposed Indian Canyon Route (the "Route") of the Uinta Basin Railway Project (the "Project"). Berry is an independent publicly traded energy company engaged in the acquisition, exploration, development and production of domestic oil and natural gas reserves primarily located in the San Joaquin Basin in California, the Uinta Basin in Utah and the Piceance Basin in Colorado. Berry currently has a substantial oil and gas footprint in the Uinta Basin with over 90,000 net acres and core operations in the Lake Canyon, Brundage Canyon and Sowers Canyon Fields. You have identified several potential impact categories that are of concern to Berry, including Land Use, Transportation Systems and Energy Resources. In particular, you have identified potential incompatibility of land uses, and impacts on the distribution of energy resources including petroleum and gas pipelines and stated that you will consider mitigative measures to minimize or eliminate potential impacts.

The Route, as currently proposed through the Left Fork of Indian Canyon, would traverse through Berry's Lake Canyon Field where it has existing oil and gas development operations as well as future planned exploration and development activities on existing leases that would be adversely impacted. Berry is currently the only operator with existing oil and gas operations in Indian Canyon and has identified over 20 oil and gas wells that would potentially be adversely impacted based on the proposed alignment of the Route. In addition to Berry's oil and gas wells, Berry has certain access roads to existing well pads that the proposed Route alignment would cut across and to which it would block access. We are particularly concerned that the Route would cut across Berry's access road to its Davis Hollow Compression Site, where oil and produced water is trucked at all hours every day. Berry also has several gas gathering pipelines, both above and below ground, which would be adversely impacted by the proposed Route, including affecting access to those pipelines.

Please note Berry acknowledges current marketing constraints on Uinta Basin crude oil and the need to expand takeaway capacity by creating access to the Gulf Coast refineries and is supportive of the Project in concept. However, the Route, as currently proposed, would be detrimental to Berry's existing and future planned operations in the Lake Canyon Field and hinder its ability to safely continue production and development in the area. Additionally, the re-routing and replacement of existing access roads, pipelines, well pads, or other oil and gas facilities could result in both direct and indirect environmental impacts. To that end, the Project leads will need to

coordinate with Berry to mitigate avoidable adverse impacts to Berry's operations and ensure the Route is designed to create the least amount of adverse impacts to both Berry's operations and the surrounding environment as is practical. In summary, the following mitigative measures should be considered in the Project scoping:

1. Design of a route that would not encroach upon or affect Berry's existing well pads, facilities and access, and would not require additional construction for re-routing of roads, lines, and other facilities.
2. Review and disclosure of any setbacks, buffers or clear zones caused by the Project and which may affect Berry's operations.
3. Road crossings and potential re-routing to accommodate safe all-weather truck traffic of all kinds including cranes, workover rigs and drilling rigs to Berry's well pads and the Davis Hollow Compression Site.
4. Pipeline crossings and necessary access for Berry's existing pipelines in the area.
5. A route that would not prevent Berry from constructing future well pads and associated access roads.
6. Pre-approval to install pipelines under and through the railroad right-of-way as needed with minimal limitations, and no bonding or extensive engineering to accommodate future oil and gas wells.

Thank you for the opportunity to provide comments on the Project. Berry looks forward to working with the Project team to address Berry's concerns outlined in this letter. Should you have any questions or would like to discuss, please do not hesitate to call me at (214) 453-2925 or email me at sburke@bry.com.

Regards,

Stephen T. Burke

Stephen T. Burke
Director, Land
Berry Petroleum Company, LLC