Exhibit 16

Secretary of Energy Advisory Board

Shale Gas Production Subcommittee Second Ninety Day Report

November 18, 2011

U.S. DEPARTMENT OF ENERGY

The SEAB Shale Gas Production Subcommittee Second Ninety Day Report – November 18, 2011

Executive Summary

The Shale Gas Subcommittee of the Secretary of Energy Advisory Board is charged with identifying measures that can be taken to reduce the environmental impact and to help assure the safety of shale gas production. Shale gas has become an important part of the nation's energy mix. It has grown rapidly from almost nothing at the beginning of the century to near 30 percent of natural gas production. Americans deserve assurance that the full economic, environmental and energy security benefits of shale gas development will be realized without sacrificing public health, environmental protection and safety. On August 18, 2011 the Subcommittee presented its initial Ninety-Day Report[1] including twenty recommendations that the Subcommittee believes, if implemented, would assure that the nation's considerable shale gas resources are being developed responsibly, in a way that protects human health and the environment and is most beneficial to the nation. The Secretary of Energy's charge to the Subcommittee is included in Annex A and members of the Subcommittee are given in Annex B.

In this report the Subcommittee focuses on implementation of the twenty recommendations presented in its Ninety-day report. The Executive Summary of these recommendations is presented in Annex C.

The Second Ninety-Day Report

The Subcommittee recommendations in its initial report were presented without indicating priority or how each recommendation might be implemented. Progress in achieving the Subcommittee's objective of continuous improvement in reducing the environmental impact of shale gas production depends upon implementation of the Subcommittee recommendation; hence this final report focuses on implementation. On October 31, 2011, the Subcommittee held a public meeting at DOE headquarters in Washington, D.C., to learn the views of the Department of Interior, the Environmental Protection Agency, and the Department of Energy about progress and barriers to implementation of the Subcommittee recommendations.

The Subcommittee is mindful that state and federal regulators and companies are already deeply involved in environmental management. Implementing the twenty Subcommittee recommendations will require a great deal of effort, and regulators, public officials, and companies need to decide how to allocate scarce human and financial resources to each recommendation, potentially shifting effort from other valuable existing activities. All of the Subcommittee recommendations in its Ninety-Day report involve actions by one or more parties: federal officials, state officials, and public and private sector entities.

Two criteria are important in deciding on the allocation: the importance and ease of implementation. Early success in implementing some recommendations may stimulate greater effort on other recommendations, which require greater time and effort for progress. Decisions about when, how and whether to proceed with our recommendations are the responsibility of the public and private participants in the process – not the Subcommittee. But, the Subcommittee can be helpful at identifying those recommendations that seem particularly important and particularly amendable to early action. Accordingly this report classifies the twenty recommendations into three categories:

(1) Recommendations ready for implementation, primarily by federal agencies;

(2) Recommendations ready for implementation, primarily by states;

(3) Recommendations that require new partnerships and mechanisms for success.

<u>The Subcommittee recognizes that successful implementation of each of its recommendations will require cooperation among and leadership by federal, state and local entities. In its initial report, the Subcommittee called for a process of continuous improvement and said: "This process should involve discussions and other collaborative efforts among companies involved in shale gas production (including service companies), state and federal regulators, and affected communities and public interest groups."</u>

The Subcommittee also believes it has a responsibility to assess and report progress in implementing the recommendations in its initial report. Too often advisory committee recommendations are ignored, not because of disagreement with substance, but because the implementation path is unclear or because of the press of more immediate

matters on dedicated individuals who are over extended. The Subcommittee does not wish to see this happen to its recommendation, because it believes citizens expect prompt action. Absent action there will be little credible progress in toward reducing in the environmental impact of shale gas production, placing at risk the future of the enormous potential benefits of this domestic energy resource. At this early stage, it is reasonable to assess if initial, constructive, steps are underway; there is no expectation that any of the recommendations could be completely implemented in the three months since the Subcommittee issued its initial report.

(1) Recommendations for implementation, primarily by federal agencies.

The Subcommittee has identified nine recommendations where federal agencies have primary responsibility and that are ready for implementation; these are presented in Table I.

Recommendation #2 Two existing non-profit organizations – the State Review of Oil and Natural Gas Environmental Regulations (STONGER) and the Ground Water Protection Council (GWPC) are two existing organizations that work to share information to improve the quality of regulatory policy and practice in the states. The budgets for these organizations are small, and merit public support. Previously, federal agencies (DOE and EPA) provided funding for STRONGER and GWPC, but federal funding is currently not provided. To maintain credibility to have an ability to set their own agenda these organizations cannot rely exclusively on funding provided by companies of the regulated industry. The Subcommittee has recommended that $5 million per year would provide the resources to STRONGER and the GWCPC needed to strengthen and broaden its activities as discussed in the Subcommittees previous report, for example, updating hydraulic fracturing guidelines and well construction guidelines, and developing guidelines for water supply, air emissions and cumulative impacts. Additionally, DOE and/or EPA should consider making grants to those states that volunteer to have their regulations and practices peer-reviewed by STRONGER, as an incentive for states to undergo updated reviews and to implement recommended actions.

Table 1. Recommendations ready for immediate implementation

Rec.#	Recommendation	Comment & Status
1.	Improve public information about shale gas operations	Federal responsibility to begin planning for public website. Some discussion between DOE and White House offices about possible hosting sites but no firm plan. States should also consider establishing sites.
2.	Improve communication among federal and state regulators and provide federal funding for STRONGER and the Ground Water Protection Council	Federal funding at $5m/y will allow state regulators/NGOs/industry to plan activities. Possible minor DOE FY2012 funding; no multi-year commitment. See discussion below.
3	Measures should be taken to reduce emissions of air pollutants, ozone precursors, and methane as quickly as practicable.	We encourage EPA to complete its current rule making as it applies to shale gas production quickly, and explicitly include methane, a greenhouse gas, and controls from existing shale gas production sources. Additionally, some states have taken action in this area, and others could do so as well. See discussion below.
4	Enlisting a subset of producers in different basins to design and field a system to collect air emissions data.	Industry initiative in advance of regulation. Several companies have shown interest. Possible start in Marcellus and Eagle Ford. See discussion below.
5	Immediately launching a federal interagency planning effort to acquire data and analyze the overall greenhouse gas footprint of natural gas use.	OSTP has not committed to leading an interagency effort, but the Administration is taking steps to collect additional data, including through the EPA air emissions rulemaking.
6	Encouraging shale-gas production companies and regulators to expand immediately efforts to reduce air emissions using proven technologies and practices.	A general statement of the importance the Subcommittee places on reducing air emissions. Federal funding at $5m/y for state regulators/NGOs/industry will encourage planning. Some states have taken action in this area, and others could do so as well.
11	Launch addition field studies on possible methane migration from shale gas wells to water reservoirs.	No new studies launched; funding required from fed agencies or from states.[2]
14	Disclosure of Fracturing fluid composition	DOI has announced its intent to propose requirement. Industry appears ready to agree to mandatory stricter disclosure. See discussion below.
15	Elimination of diesel use in fracturing fluids	EPA is developing permitting guidance under the UIC program. The Subcommittee reiterates its recommendation that diesel fuel should be eliminated in hydraulic fracturing fluids.
20	R&D needs	OMB/OSTP must define proper limits for unconventional gas R&D and budget levels for DOE, EPA, and USGS. See discussion below.

Funding for the GWPC would allow the association to extend and expand its *Risk Based Data Management System,* which helps states collected and publicly share data associated with their oil and gas regulatory programs – for example, sampling and monitoring programs for surface waters, water wells, sediments and isotopic activity in and around areas of shale gas operations. Likewise, funding could go toward integrating the RBDMS into the national data portal discussed in Recommendation #1. Funding

would also allow GWPC to upgrade its fracturing fluid chemical disclosure registry, *Frac Focus*, so that information can be searched, sorted and aggregated by chemical, by well, by company and by geography – as recommended by the Subcommittee in its 90-Day report.

Recommendation #3 On July 28th the U.S. EPA proposed New Source Performance Standards and National Emissions Standards for Hazardous Air Pollutants (NSPS/NESHAPs) for the oil and natural gas sector. The proposed rules, which are currently under comment and review, are scheduled to be finalized by April 3, 2012, represent a critical step forward in reducing emissions of smog-forming pollutants and air toxics. The Subcommittee commends EPA for taking this important step and encourages timely implementation. However, the proposed rules fall short of the recommendations made in the Subcommittee's Ninety-Day Report because the rules do not directly control methane emissions and the NSPS rules as proposed do not cover existing shale gas sources except for fractured or re-fractured existing gas wells.

Additionally, in its Ninety-Day report the Subcommittee recommended that companies be required to measure and disclose air emissions from shale gas sources. Recently, in response to a challenge, the EPA took two final actions that compromise the ability to get accurate emissions data from the oil and gas sector under the Greenhouse Gas Reporting Rule.[3] The Subcommittee reiterates its recommendation that the federal government or state agencies require companies to measure and disclose air emissions from shale gas sources.

Recommendation #4 The Subcommittee is aware that operating companies are considering projects to collect and disclose air emissions data from shale gas production sites. Discussions are underway to define the data to be collected, appropriate instrumentation, and subsequent analysis and disclosure of the data. The Subcommittee welcomes this development and underscores its earlier recommendation for disclosure, including independent technical review of the methodology.

Recommendation #14 The Subcommittee welcomes the announcement of the DOI of its intent to require disclosure of fracturing fluid composition on federal lands. The Subcommittee was pleased to learn from the DOI at its October 31, 2011 public hearing that the agency intends to follow the disclosure recommendations in its Ninety-Day Report that disclosure should include all chemicals, not just those that appear on

Material Safety Data Sheets, and that chemicals should be reported on a well-by-well basis and posted on a publicly available website that includes tools for searching and aggregating data by chemical, by well, by company and by geography. The Subcommittee recognized the need for protection of legitimate trade secrets but believes that the bar for trade secret protection should be high. The Subcommittee believes the DOI disclosure policy should meet the Subcommittee's criteria and that it can serve as a model for the states. The Ground Water Protection Council and the Interstate Oil and Gas Compact Commission have taken an important step in announcing their intent to require disclosure of all chemicals by operators who utilize their voluntary chemical disclosure registry, FracFocus. The Subcommittee welcomes this progress and encourages those organizations to continue their work toward upgrading FracFocus to meet the Subcommittee's recommended disclosure criteria.

Recommendation #20 As set out in its Ninety-day report, the Subcommittee believes there is a legitimate role for the federal government in supporting R&D on shale gas, arguably the country's most important domestic energy resource. To be effective such an R&D program must be pursued for several years, at a relatively modest level. The Subcommittee is aware that discussions have taken place between OMB and the involved agencies, DOI/USGS, DOE, and EPA about funding for unconventional gas R&D. The Subcommittee understands that agreement has been reached that the administration will seek funding for "priority items" for FY2012 in its discussions with Congress, but the "priority items" and the level of this funding is not decided. The Subcommittee welcomes the agencies effort to coordinate their planned out-year research effort for FY2013 and beyond, as described by DOI, DOE, and EPA at its public meeting on October 31, 2011. But, as yet, there has been no agreement with OMB on the scale and composition of a continuing unconventional gas R&D program. Failure to provide adequate funding for R&D would be deleterious and undermine achieving the policy objectives articulated by the President.

Note: after the Subcommittee completed its deliberations the Office of Management and Budget sent a letter setting forth the efforts underway to find funding for the Subcommittee recommendations; **see Annex D**. While the letter does not settle the matter, it is an important and welcome, positive step.

(2) Recommendations ready for implementation, primarily by states.

The Subcommittee has identified four recommendations in this category; all address water quality related issues.

Table 2. Recommendations requiring cooperation between regulators and industry

Rec.#	Recommendation	Comment & Status
8	Measure and publicly report the composition of water stocks and flow throughout the fracturing and cleanup process.	Awaits EPA's study underway on the Impacts of hydraulic fracturing on drinking water resources. See discussion below. States should also determine a way forward to measure and record data from flow back operations as many issues will be local issues.
9	Manifest all transfers of water among different locations	
10	Adopt best practices in well development and construction, especially casing, cementing, and pressure management	Widely recognized as a key practice by companies and regulators but no indication of a special initiative on field measurement and reporting.
12	Adopt requirements for background water quality measurements	The value of background measurements is recognized. Jurisdiction for access to private wells differs widely

Recommendation #8 and 9 EPA has a number of regulatory actions in process. On October 20, 2011 EPA announced a schedule setting waste water discharge standards that will affect some shale gas production activities.[4] Further water quality regulatory developments will benefit from the results of EPA's study on the impact of hydraulic fracturing on drinking water that will not be complete until 2014 and will likely initiate significant negotiation between EPA and state regulators on the scope and responsibility for water regulations. The Subcommittee observes that there will be a tremendous amount of activity in the field before EPA completes its study (and any potential regulatory actions that flow from it) and urges the EPA to take action as appropriate during the course of its process.

Recommendation #12 In its initial report, the Subcommittee called for background water measurements at wells surrounding planned production sites to establish an objective benchmark to assess potential damage to water resources. All stakeholders agree that such measurements can be helpful in establishing facts and verifying disputed contamination claims. The lack of a clear pattern of state, local, and federal authority for access to private water wells to make such measurements is an impediment to policy development.

(3) Recommendations that require new partnerships or mechanisms for success

The following recommendations require development of new partnerships or mechanisms and hence the implementation challenge can be quite significant. These recommendations do, however, signal significant concerns shared by members of the Subcommittee that are noted in Table 3. The challenge is to devise new mechanisms for addressing these significant environmental problems.

Table 3. Recommendations that require new mechanisms for success

Rec.#	Recommendation	Comment & Status
7	Protection of water quality through a systems approach.	At present neither EPA or the states are engaged in developing a systems/lifecycle approach to water management.
13	Agencies should review field experience and modernize rules and enforcement practices to ensure protection of drinking and surface waters.	Reflects Subcommittee unease that the present arrangement of shared federal and state responsibility for cradle-to-grave water quality is not working smoothly or as well as it should.
16	Managing short-term and cumulative impacts on communities, land use, wildlife, and ecologies.	No new studies launched; funding required from federal agencies or from states. See discussion below.
17	Organizing for best practice.	Industry intends to establish 'centers of excellence' regionally, that involve public interest groups, state and local regulatory and local colleges and universities.
18	Air	
19	Water	

Recommendation #16 Shale gas production brings both benefits and cost of economic development to a community, often rapidly and in a region that it is unfamiliar with oil and gas operations. Short and long term community impact range from traffic, noise, land use, disruption of wildlife and habitat, with little or no allowance for planning or effective mechanisms to bring companies, regulators, and citizens to deliberate about how best to deal with near term and cumulative impacts. The Subcommittee does not believe that these issues will solve themselves or be solved by prescriptive regulation or in the courts. State and local governments should take the lead in experimenting with different mechanisms for engaging these issues in a constructive way, seeking to be beyond discussion to practical mitigation. Successful models should be disseminated.

The U.S. Department of Interior, however, is somewhat unique in having tools at its disposal that could be used to address cumulative and community impacts. For example, Master Leasing and Development Plans, a relatively new tool, might help improve planning for production on federal lands through requirements for phased

leasing and development, multi-well pad drilling, limitations on surface disturbance, centralization of infrastructure, land and roadway reclamation, etc.

Recommendation 17, 18 & 19 Industry has always been interested in best practices. The Subcommittee has called for industry to increase their best practices process for field engineering and environmental control activities by adopting the objective of continuous improvement, validated by measurement and disclosure of key operating metrics.[5] Leadership for this initiative lies with industry but also involves regulators and public interest groups. Best practices involves the entire range of shale gas operations including: (a) well design and siting, (b) drilling and well completion, including importantly casing and cementing, (c) hydraulic fracturing, (d) surface operations, (e) collection and distribution of gas and land liquids, (f) well abandonment and sealing, and (g) emergency response. Developing reliable metrics for best practices is a major task and must take into account regional differences of geology and regulatory practice. A properly trained work force is an important element in achieving best practice. Thus, organizing for best practice should include better mechanisms for training of oil field workers. Such training should utilize local community college and vocational education resources.

Industry is taking a regional approach to best practice, building on local organizations, such as the Marcellus Shale Coalition. Shale companies understand the importance of involving non-industry stakeholders in their efforts and are beginning to take initiatives that engage the public in a meaningful way. Industry is showing increased interest in engineering practice as indicated by the recent workshop on hydraulic fracturing sponsored by the American Petroleum Institute on October 4 and 5, 2011 in Pittsburgh PA.[6] The Subcommittee urges leading companies to adopt a more visible commitment to using quantitative measures as a means of achieving best practice and demonstrating to the public that there is continuous improvement in reducing the environmental impact of shale gas production.

Concluding remarks

The Subcommittee was gratified with the generally favorable, but not universally favorable, response to its initial report. In particular there was overwhelming agreement on two points: (1) If the country is to enjoy the economic and other benefits of shale gas

production over the coming years disciplined attention must be devoted to reducing the environmental impact that accompanies this development, and (2) a prudent balance between development and environmental protection is best struck by establishing a strong foundation of regulation and enforcement, and adopting a policy and practice that measures, discloses, and continuously improves shale gas operations.

The Subcommittee believes that if action is not taken to reduce the environmental impact accompanying the very considerable expansion of shale gas production expected across the country – perhaps as many as 100,000 wells over the next several decades – there is a real risk of serious environmental consequences causing a loss of public confidence that could delay or stop this activity. Thus, the Subcommittee has an interest in assessing and reporting on, the progress that is being made on implementing its recommendations or some sensible variations of these recommendations.

The Subcommittee has the impression that its initial report stimulated interest in taking action to reduce the environmental impact of shale gas production by the administration, state governments, industry, and public interest groups. However, the progress to date is less than the Subcommittee hoped and it is not clear how to catalyze action at a time when everyone's attention is focused on economic issues, the press of daily business, and an upcoming election. The Subcommittee cautions that whether its approach is followed or not, some concerted and sustained action is needed to avoid excessive environmental impacts of shale gas production and the consequent risk of public opposition to its continuation and expansion.

ANNEX A – CHARGE TO THE SUBCOMMITTEE

From: Secretary Chu

To: William J. Perry, Chairman, Secretary's Energy Advisory Board (SEAB)

On March 30, 2011, President Obama announced a plan for U.S. energy security, in which he instructed me to work with other agencies, the natural gas industry, states, and environmental experts to improve the safety of shale gas development. The President also issued the Blueprint for a Secure Energy Future ("Energy Blueprint"), which included the following charge:

> **"Setting the Bar for Safety and Responsibility:** To provide recommendations from a range of independent experts, the Secretary of Energy, in consultation with the EPA Administrator and Secretary of Interior, should task the Secretary of Energy Advisory Board (SEAB) with establishing a subcommittee to examine fracking issues. The subcommittee will be supported by DOE, EPA and DOI, and its membership will extend beyond SEAB members to include leaders from industry, the environmental community, and states. The subcommittee will work to identify, within 90 days, any immediate steps that can be taken to improve the safety and environmental performance of fracking and to develop, within six months, consensus recommended advice to the agencies on practices for shale extraction to ensure the protection of public health and the environment." *Energy Blueprint (page 13).*

The President has charged us with a complex and urgent responsibility. I have asked SEAB and the Natural Gas Subcommittee, specifically, to begin work on this assignment immediately and to give it the highest priority.

This memorandum defines the task before the Subcommittee and the process to be used.

Membership:

In January of 2011, the SEAB created a Natural Gas Subcommittee to evaluate what role natural gas might play in the clean energy economy of the future. Members of the Subcommittee include John Deutch (chair), Susan Tierney, and Dan Yergin. Following consultation with the Environmental Protection Agency and the Department of the Interior, I have appointed the following additional members to the Subcommittee: Stephen Holditch, Fred Krupp, Kathleen McGinty, and Mark Zoback.

The varied backgrounds of these members satisfies the President's charge to include individuals with industry, environmental community, and state expertise. To facilitate an expeditious start, the Subcommittee will consist of this small group, but additional members may be added as appropriate.

Consultation with other Agencies:

The President has instructed DOE to work in consultation with EPA and DOI, and has instructed all three agencies to provide support and expertise to the Subcommittee. Both agencies have independent regulatory authority over certain aspects of natural gas production, and considerable expertise that can inform the Subcommittee's work.

- The Secretary and Department staff will manage an interagency working group to be available to consult and provide information upon request of the Subcommittee.
- The Subcommittee will ensure that opportunities are available for EPA and DOI to present information to the Subcommittee.
- The Subcommittee should identify and request any resources or expertise that lies within the agencies that is needed to support its work.
- The Subcommittee's work should at all times remain independent and based on sound science and other expertise held from members of the Subcommittee.
- The Subcommittee's deliberations will involve only the members of the Subcommittee.
- The Subcommittee will present its final report/recommendations to the full SEAB Committee.

Public input:

In arriving at its recommendations, the Subcommittee will seek timely expert and other advice from industry, state and federal regulators, environmental groups, and other stakeholders.

- To assist the Subcommittee, DOE's Office of Fossil Energy will create a website to describe the initiative and to solicit public input on the subject.
- The Subcommittee will meet with representatives from state and federal regulatory agencies to receive expert information on subjects as the Subcommittee deems necessary.
- The Subcommittee or the DOE (in conjunction with the other agencies) may hold one or more public meetings when appropriate to gather input on the subject.

Scope of work of the Subcommittee:

The Subcommittee will provide the SEAB with recommendations as to actions that can be taken to improve the safety and environmental performance of shale gas extraction processes, and other steps to ensure protection of public health and safety, on topics such as:

- well design, siting, construction and completion;
- controls for field scale development;
- operational approaches related to drilling and hydraulic fracturing;
- risk management approaches;
- well sealing and closure;
- surface operations;
- waste water reuse and disposal, water quality impacts, and storm water runoff;
- protocols for transparent public disclosure of hydraulic fracturing chemicals and other information of interest to local communities;
- optimum environmentally sound composition of hydraulic fracturing chemicals, reduced water consumption, reduced waste generation, and lower greenhouse gas emissions;

- emergency management and response systems;
- metrics for performance assessment; and
- mechanisms to assess performance relating to safety, public health and the environment.

The Subcommittee should identify, at a high level, the best practices and additional steps that could enhance companies' safety and environmental performance with respect to a variety of aspects of natural gas extraction. Such steps may include, but not be limited to principles to assure best practices by the industry, including companies' adherence to these best practices. Additionally, the Subcommittee may identify high-priority research and technological issues to support prudent shale gas development.

Delivery of Recommendations and Advice:

- Within 90 days of its first meeting, the Subcommittee will report to SEAB on the "immediate steps that can be taken to improve the safety and environmental performance of fracking."
- Within 180 days of its first meeting, the Subcommittee will report to SEAB "consensus recommended advice to the agencies on practices for shale extraction to ensure the protection of public health and the environment."
- At each stage, the Subcommittee will report its findings to the full Committee and the SEAB will review the findings.
- The Secretary will consult with the Administrator of EPA and the Secretary of the Interior, regarding the recommendations from SEAB.

Other:

- The Department will provide staff support to the Subcommittee for the purposes of meeting the requirements of the Subcommittee charge. The Department will also engage the services of other agency Federal employees or contractors to provide staff services to the Subcommittee, as it may request.
- DOE has identified $700k from the Office of Fossil Energy to fund this effort, which will support relevant studies or assessments, report writing, and other costs related to the Subcommittee's process.
- The Subcommittee will avoid activity that creates or gives the impression of giving undue influence or financial advantage or disadvantage for particular companies involved in shale gas exploration and development.
- The President's request specifically recognizes the unique technical expertise and scientific role of the Department and the SEAB. As an agency not engaged in regulating this activity, DOE is expected to provide a sound, highly credible evaluation of the best practices and best ideas for employing these practices safely that can be made available to companies and relevant regulators for appropriate action. Our task does not include making decisions about regulatory policy.

ANNEX B – MEMBERS OF THE SUBCOMMITTEE

John Deutch, Institute Professor at MIT (Chair) **-** John Deutch served as Director of Energy Research, Acting Assistant Secretary for Energy Technology and Under Secretary of Energy for the U.S. Department of Energy in the Carter Administration and Undersecretary of Acquisition & Technology, Deputy Secretary of Defense and Director of Central Intelligence during the first Clinton Administration. Dr. Deutch also currently serves on the Board of Directors of Raytheon and Cheniere Energy and is a past director of Citigroup, Cummins Engine Company and Schlumberger. A chemist who has published more than 140 technical papers in physical chemistry, he has been a member of the MIT faculty since 1970, and has served as Chairman of the Department of Chemistry, Dean of Science and Provost. He is a member of the Secretary of Energy Advisory Board.

Stephen Holditch, Head of the Department of Petroleum Engineering at Texas A&M University and has been on the faculty since 1976 - Stephen Holditch, who is a member of the National Academy of Engineering, serves on the Boards of Directors of Triangle Petroleum Corporation and Matador Resources Corporation. In 1977, Dr. Holditch founded S.A. Holditch & Associates, a petroleum engineering consulting firm that specialized in the analysis of unconventional gas reservoirs. Dr. Holditch was the 2002 President of the Society of Petroleum Engineers. He was the Editor of an SPE Monograph on hydraulic fracturing treatments, and he has taught short courses for 30 years on the design of hydraulic fracturing treatments and the analyses of unconventional gas reservoirs. Dr. Holditch worked for Shell Oil Company prior to joining the faculty at Texas A&M University.

Fred Krupp, President, Environmental Defense Fund **-** Fred Krupp has overseen the growth of EDF into a recognized worldwide leader in the environmental movement. Krupp is widely acknowledged as the foremost champion of harnessing market forces for environmental ends. He also helped launch a corporate coalition, the U.S. Climate Action Partnership, whose Fortune 500 members - Alcoa, GE, DuPont and dozens more - have called for strict limits on global warming pollution. Mr. Krupp is coauthor, with Miriam Horn, of New York Times Best Seller, *Earth: The Sequel*. Educated at Yale and the University of Michigan Law School, Krupp was among 16 people named as America's Best Leaders by U.S. News and World Report in 2007.

Kathleen McGinty, Kathleen McGinty is a respected environmental leader, having served as President Clinton's Chair of the White House Council on Environmental Quality and Legislative Assistant and Environment Advisor to then-Senator Al Gore. More recently, she served as Secretary of the Pennsylvania Department of Environmental Protection. Ms. McGinty also has a strong background in energy. She is Senior Vice President of Weston Solutions where she leads the company's clean energy development business. She also is an Operating Partner at Element Partners, an investor in efficiency and renewables. Previously, Ms. McGinty was Chair of the Pennsylvania Energy Development Authority, and currently she is a Director at NRG Energy and Iberdrola USA.

Susan Tierney, Managing Principal, Analysis Group **-** Susan Tierney is a consultant on energy and environmental issues to public agencies, energy companies, environmental organizations, energy consumers, and tribes. She chairs the Board of the Energy Foundation, and serves on the Boards of Directors of the World Resources Institute, the Clean Air Task Force, among others. She recently, co-chaired the National Commission on Energy Policy, and chairs the Policy Subgroup of the National Petroleum Council's study of North American natural gas and oil resources. Dr. Tierney served as Assistant Secretary for Policy at the U.S. Department of Energy during the Clinton Administration. In Massachusetts, she served as Secretary of Environmental Affairs, Chair of the Board of the Massachusetts Water Resources Agency, Commissioner of the Massachusetts Department of Public Utilities and executive director of the Massachusetts Energy Facilities Siting Council.

Daniel Yergin, Chairman, IHS Cambridge Energy Research Associates **-** Daniel Yergin is the co-founder and chairman of IHS Cambridge Energy Research Associates. He is a member of the U.S. Secretary of Energy Advisory Board, a board member of the Board of the United States Energy Association and a member of the U.S. National Petroleum Council. He was vice chair of the 2007 National Petroleum Council study, *Hard Truths* and is vice chair of the new National Petroleum Council study of North American natural gas and oil resources. He chaired the U.S. Department of Energy's Task Force on Strategic Energy Research and Development. Dr. Yergin currently chairs the Energy Security Roundtable at the Brookings Institution, where he is a trustee, and is member of the advisory board of the MIT Energy Initiative. Dr. Yergin is also CNBC's Global Energy Expert. He is the author of the Pulitzer Prize-winning book, *The Prize: The Epic Quest for Oil, Money and Power.* His new book – *The Quest: Energy, Security, and the Remaking of the Modern World* – will be published in September 2011..

Mark Zoback, Professor of Geophysics, Stanford University - Mark Zoback is the Benjamin M. Page Professor of Geophysics at Stanford University. He is the author of a textbook, *Reservoir Geomechanics*, and author or co-author of over 300 technical research papers. He was co-principal investigator of the San Andreas Fault Observatory at Depth project (SAFOD) and has been serving on a National Academy of Engineering committee investigating the Deepwater Horizon accident. He was the chairman and co-founder of GeoMechanics International and serves as a senior adviser to Baker Hughes, Inc. Prior to joining Stanford University, he served as chief of the Tectonophysics Branch of the U.S. Geological Survey Earthquake Hazards Reduction Program.

Annex C – Subcommittee Recommendations

A list of the Subcommittee's findings and recommendations follows.

1. Improve public information about shale gas operations: Create a portal for access to a wide range of public information on shale gas development, to include current data available from state and federal regulatory agencies. The portal should be open to the public for use to study and analyze shale gas operations and results.

2. Improve communication among state and federal regulators: Provide continuing annual support to STRONGER (the State Review of Oil and Natural Gas Environmental Regulation) and to the Ground Water Protection Council for expansion of the *Risk Based Data Management System* and similar projects that can be extended to all phases of shale gas development.

3. Improve air quality: Measures should be taken to reduce emissions of air pollutants, ozone precursors, and methane as quickly as practicable. The Subcommittee supports adoption of rigorous standards for new and existing sources of methane, air toxics, ozone precursors and other air pollutants from shale gas operations. The Subcommittee recommends:

    4. Enlisting a subset of producers in different basins to design and rapidly implement measurement systems to collect comprehensive methane and other air emissions data from shale gas operations and make these data publically available;

    5. Immediately launching a federal interagency planning effort to acquire data and analyze the overall greenhouse gas footprint of shale gas operations throughout the lifecycle of natural gas use in comparison to other fuels; and

    6. Encouraging shale-gas production companies and regulators to expand immediately efforts to reduce air emissions using proven technologies and practices.

7. Protection of water quality: The Subcommittee urges adoption of a systems approach to water management based on consistent measurement and public disclosure of the flow and composition of water at every stage of the shale gas production process. The Subcommittee recommends the following actions by shale gas companies and regulators – to the extent that such actions have not already been undertaken by particular companies and regulatory agencies:

    8. Measure and publicly report the composition of water stocks and flow throughout the fracturing and clean-up process.

    9. Manifest all transfers of water among different locations.

    10. Adopt best practices in well development and construction, especially casing, cementing, and pressure management. Pressure testing of cemented casing and state-of-the-art cement bond logs should be used to confirm formation isolation. Microseismic surveys should be carried out to assure that

hydraulic fracture growth is limited to the gas producing formations. Regulations and inspections are needed to confirm that operators have taken prompt action to repair defective cementing jobs. The regulation of shale gas development should include inspections at safety-critical stages of well construction and hydraulic fracturing.

11. Additional field studies on possible methane leakage from shale gas wells to water reservoirs.

12. Adopt requirements for background water quality measurements (e.g., existing methane levels in nearby water wells prior to drilling for gas) and report in advance of shale gas production activity.

13. Agencies should review field experience and modernize rules and enforcement practices to ensure protection of drinking and surface waters.

14. Disclosure of fracturing fluid composition: The Subcommittee shares the prevailing view that the risk of fracturing fluid leakage into drinking water sources through fractures made in deep shale reservoirs is remote.[7] Nevertheless the Subcommittee believes there is no economic or technical reason to prevent public disclosure of all chemicals in fracturing fluids, with an exception for genuinely proprietary information. While companies and regulators are moving in this direction, progress needs to be accelerated in light of public concern.

15. Reduction in the use of diesel fuel: The Subcommittee believes there is no technical or economic reason to use diesel in shale gas production and recommends reducing the use of diesel engines for surface power in favor of natural gas engines or electricity where available.

16. Managing short-term and cumulative impacts on communities, land use, wildlife, and ecologies. Each relevant jurisdiction should pay greater attention to the combination of impacts from multiple drilling, production and delivery activities (e.g., impacts on air quality, traffic on roads, noise, visual pollution), and make efforts to plan for shale development impacts on a regional scale. Possible mechanisms include:

    (1) Use of multi-well drilling pads to minimize transport traffic and need for new road construction.

    (2) Evaluation of water use at the scale of affected watersheds.

    (3) Formal notification by regulated entities of anticipated environmental and community impacts.

    (4) Preservation of unique and/or sensitive areas as off-limits to drilling and support infrastructure as determined through an appropriate science-based process.

    (5) Undertaking science-based characterization of important landscapes, habitats and corridors to inform planning, prevention, mitigation and reclamation of surface impacts.

    (6) Establishment of effective field monitoring and enforcement to inform on-going assessment of cumulative community and land use impacts.

The process for addressing these issues must afford opportunities for affected communities to participate and respect for the rights of surface and mineral rights owners.

17. Organizing for best practice: The Subcommittee believes the creation of a shale gas industry production organization dedicated to continuous improvement of best practice, defined as improvements in techniques and methods that rely on measurement and field experience, is needed to improve operational and environmental outcomes. The Subcommittee favors a national approach including regional mechanisms that recognize differences in geology, land use, water resources, and regulation. The Subcommittee is aware that several different models for such efforts are under discussion and the Subcommittee will monitor progress during its next ninety days. The Subcommittee has identified several activities that deserve priority attention for developing best practices:

    18. Air: (a) Reduction of pollutants and methane emissions from all shale gas production/delivery activity. (b) Establishment of an emission measurement and reporting system at various points in the production chain.

    19. Water: (a) Well completion – casing and cementing including use of cement bond and other completion logging tools. (b) Minimizing water use and limiting vertical fracture growth.

20. Research and Development needs. The public should expect significant technical advances associated with shale gas production that will significantly improve the efficiency of shale gas production and that will reduce environmental impact. The move from single well to multiple-well pad drilling is one clear example. Given the economic incentive for technical advances, much of the R&D will be performed by the oil and gas industry. Nevertheless the federal government has a role especially in basic R&D, environment protection, and safety. The current level of federal support for unconventional gas R&D is small, and the Subcommittee recommends that the Administration and the Congress set an appropriate mission for R&D and level funding.

Annex D Letter from the Office of Management and Budget

EXECUTIVE OFFICE OF THE PRESIDENT
OFFICE OF MANAGEMENT AND BUDGET
WASHINGTON, D.C. 20503

THE DIRECTOR

November 8, 2011

Dr. John Deutch
Chairman
Secretary of Energy Advisory Board on Natural Gas
Washington, DC 20585

Dear John:

Thank you for your letter on Tuesday, November 1 about the Subcommittee of the Secretary of Energy Advisory Board on Natural Gas (SEAB). I am sorry that I could not attend the SEAB meeting earlier this week. Your work on this issue has been very helpful and it is a high priority of the Administration.

As you are aware, the Office of Management and Budget (OMB) is running an interagency working group to coordinate the research budget proposals on hydraulic fracturing and has received some preliminary suggestions from the agencies for FY 2013 activities. Over the course of the next few weeks, the interagency budget working group will review agencies' research proposals taking into consideration core competencies, which I understand was discussed with you on Monday, October 31. We will be looking carefully at the research and development (R&D) recommendations of the SEAB report as we put together the President's FY 2013 Budget.

As you know, all discretionary funding is capped in FY 2012 and FY 2013. Hydraulic fracturing R&D is a priority that we are seeking to fund as we make tough choices within these constraints. As your report acknowledges, the industry has a strong incentive to fund and carry out production-related R&D. To the degree that environmental constraints could impede continued growth, industry also has an interest in R&D to improve environmental performance and safety. Thus, finding the correct balance between public and private investment, within the broader Federal budget constraints is challenging, but important. As part of the R&D budget review, we are identifying existing programs across the government to avoid redundancies and to optimize budgetary resources. As a general matter, OMB does not announce budget decisions prior to the full presentation to the Congress in February of each year.

I am concerned there has been some confusion around OMB's position on funding this research. The Administration has opposed subsidies for conventional fossil energy exploration and production, just as the Bush Administration did. But hydraulic fracturing R&D that adheres to the framework set forth in the SEAB 90-day interim report – for air, water, induced seismicity

or other public information needed to set appropriate regulatory boundaries – we strongly support, and we agree that the Environmental Protection Agency, Department of the Interior, and Department of Energy all have roles to play. However, we need to carefully articulate those roles and structure the President's Budget to most efficiently deliver the R&D funding needed to address environmental and safety concerns.

The SEAB 90-day interim report supports the existing Ultradeepwater and Unconventional Natural Gas and Other Petroleum Research Program (Sec. 999) which is funded through mandatory appropriations authorized by the Energy Policy Act of 2005. On this point, we disagree. Mandatory R&D funding from Sec. 999 is too inflexible a mechanism to adequately address environmental and safety concerns in the dynamic and rapidly evolving hydraulic fracturing space, and the President's Budgets have proposed eliminating this mandatory R&D program. Absent Congressional action to repeal Sec. 999, the Administration has sought to refocus this funding to support R&D with significant potential public benefits, including activities consistent with the SEAB recommendations.

Thank you again for reaching out to me on this important issue. Please do not assume that because we are busy, that this issue is not important to the Administration, and feel free to be in touch moving forward.

Hope all is well with you and would look forward to catching up.

Best regards,

Jacob J. Lew

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To: Jack Lew, Director Office of Management and Budget

Dear Jack, November 1, 2011

In March, President Obama directed Steve Chu to establish a Subcommittee of the Secretary of Energy Advisory Board on Hydraulic Fracturing tasked to identify steps that should be taken to reduce the environmental impact of shale gas production. I am the chair of this Subcommittee, which released its initial report on August 18, 2011.

One of the Subcommittee's twenty recommendations called on the administration to adopt a unconventional gas R&D program to perform R&D that merits public funding such as environmental studies on methane leakage, assessing the relative greenhouse gas foot print of natural gas production, seismicity, inventing new techniques for real time monitoring and control of hydraulic fluid injection, and development of environmentally friendly stimulation fluids. The Subcommittee did not ask for "new" money, or suggest a particular level of funding, or how responsibilities should be distributed between the DOE, EPA, and the USGS.

On October 5, 2011, I wrote to you requesting that you or a designated representative come and speak with the Subcommittee (in open or closed session) about this matter. You designated Sally Ericsson, Associate Director for Natural Resources, who I understand participated in an interagency meeting on this subject and agreed to attend the Subcommittee's October 31 meeting. Unfortunately, Ms Ericsson had to cancel her attendance, inevitably leaving the Subcommittee, as it prepares its second and final report, with the impression that the administration has not yet been able to formulate a position on the level of distribution of federal support for unconventional gas R&D, arguably the most important near term domestic energy supply option for the country. The Subcommittee did learn that the administration will seek funds for "priority" items for FY2012 in its discussions with Congress and that EPA, DOE, and DOI are coordinating their research plans, but evidently an effective R&D program requires consistent multi-year funding.

I know that you are totally consumed by the budget deficit and countless other matters. Nevertheless, I urge you to devote a few minutes to resolving the issue of federal support for R&D on unconventional gas. President Obama in his *Blue Print for Secure Energy Future* recognized that realizing the enormous economic benefits of shale case requires improving the environmental performance of shale gas production and the *Blue Print* explicitly identified a role for federally sponsored research. It will be a shame if the administration does not take the initial steps necessary to establish a modest, but steady R&D effort by the participating agencies.

Sincerely

John Deutch

Cc: Steven Chu,
Heather Zichal,
Michael Froman

ENDNOTES

[1] The Subcommittee report is available at:
http://www.shalegas.energy.gov/resources/081811_90_day_report_final.pdf

[2] Duke University has launched a follow-on study effort to its initial methane migration study. NETL, in cooperation with other federal agencies and with PA state agencies, Penn State, and major producers is launching a study limited to two wells. More needs to be done by federal agencies.

[3] First, EPA has finalized a deferral that will prevent the agency from collecting inputs to emissions equations data until 2015 for Subpart W sources. These inputs are critical to verify emissions information calculated using emission equations. Second, EPA has finalized a rule allowing more widespread use of Best Available Monitoring Methods ("BAMM") in 2011 and beyond. This action allows reporters to use more relaxed, non-standard methods when monitoring under Subpart W.
See: Change to the Reporting Date for Certain Data Elements Required Under the Mandatory Reporting of Greenhouse Gases Rule, 76 Fed. Reg. 53,057 (Aug. 25, 2011); and Mandatory Reporting of Greenhouse Gases: Petroleum and Natural Gas Systems: Revisions to Best Available Monitoring Method Provisions, 76 Fed. Reg. 59,533 (Sept. 27, 2011).

[4] The EPA announcement of the schedule to Develop Natural Gas Wastewater Standards can be found on the EPA home web site: http://www.epa.gov/newsroom/. It states:

> **Shale Gas Standards:**Currently, wastewater associated with shale gas extraction is prohibited from being directly discharged to waterways and other waters of the U.S. While some of the wastewater from shale gas extraction is reused or re-injected, a significant amount still requires disposal. As a result, some shale gas wastewater is transported to treatment plants, many of which are not properly equipped to treat this type of wastewater. EPA will consider standards based on demonstrated, economically achievable technologies, for shale gas wastewater that must be met before going to a treatment facility.

[5] Since the release of the Subcommittee's Ninety-Day Report, the National Petroleum Council issued its "Prudent Development" report on September 15, 2011, with its recommendation that:

> "Natural gas and oil companies should establish regionally focused council(s) of excellence in effective environmental, health, and safety practices. These councils should be forums in which companies could identify and disseminate effective environmental, health, and safety practices and technologies that are appropriate to the particular region. These may include operational risk management approaches, better environmental management techniques, and methods for measuring environmental performance. The governance structures, participation processes, and transparency should be designed to: promote engagement of industry and other interested parties; and enhance the credibility of a council's products and the likelihood they can be relied upon by regulators at the state and federal level."

NPC, "Prudent Development: Realizing the Potential of North America's Abundant Natural Gas and Oil Resources," Executive Summary Section II.A.1.

[6] See: http://www.energyfromshale.org/commitment-excellence-hydraulic-fracturing-workshop

[7] An interesting Society of Petroleum Engineers paper sheds light on this point: *Hydraulic Fracture-Height Growth: Real Data,* Kevin Fisher and Norm Warpinski, SPE 145949 available at:
http://www.spe.org/atce/2011/pages/schedule/tech_program/documents/spe145949%201.pdf .