

Susquehanna River Basin Commission

a water management agency serving the Susquehanna River Watershed



June 5, 2013

TO ALL CONCERNED:

At the March 21, 2013, Commission meeting, the draft minutes of the December 14, 2012, Commission meeting were approved as written. Please attach this notice to your copy of the December 14, 2012, minutes.

- DRAFT -

SUSQUEHANNA RIVER BASIN COMMISSION
1721 N. FRONT ST.
HARRISBURG, PA 17102

**MINUTES OF THE
SUSQUEHANNA RIVER BASIN COMMISSION
March 21, 2013
#2013-01**

The meeting was held at the North Office Building, Pennsylvania Capitol Complex, Harrisburg, Pennsylvania. Chairman Summers called the meeting to order at 8:30 a.m.

ROLL CALL

Commissioners Present

Dr. Robert M. Summers, Secretary, Maryland Dept. of the Environment (MDE)
Col. J. Richard Jordan, III, District Engineer, U.S. Army Corps of Engineers (USACE), Balt. Dist.
Mr. Kenneth P. Lynch, Director, Region 7, New York State Dept. of Environmental Conservation (NYSDEC)
Ms. Kelly Jean Heffner, Deputy Secretary for Water, Pennsylvania Dept. of Environmental Protection (PADEP)

**Alternate Commissioners
and Advisors Present**

Mr. Saeid Kasraei, Program Administrator, Water Supply Program, MDE
Mr. Andrew Zemba, Director, Interstate Waters Office, Pennsylvania Dept. of Environmental Protection (PADEP)

Staff Present

Mr. Paul O. Swartz, Executive Director
Mr. Thomas W. Beauduy, Deputy Executive Director
Mr. Jim Richenderfer, Director, Technical Programs
Ms. Marcia Rynearson, Director, Administration & Finance
Ms. Stephanie L. Richardson, Secretary to the Commission

Mr. Richard A. Cairo, General Counsel
Mr. John W. Balay, Manager, Planning & Operations
Ms. Paula B. Ballaron, Manager, Policy Implementation & Outreach
Mr. Andrew D. Dehoff, Manager, Project Review
Mr. Andrew J. Gavin, Manager, Monitoring & Protection
Ms. Susan S. Obleski, Director, Communications
Mr. Benjamin A. Pratt, Water Resources Engineer

Also Present

Mr. John Booser, PA DEP

Mr. Daniel Bierly, USACE, Balt. Dist.
Mr. Hank Gruber, USACE, North Atlantic Division

1. Opening Remarks from the Chair

Chairman Summers provided an opening statement outlining the rules of conduct for the meeting and introduced the other commissioners. Each of the commissioners added brief opening remarks relating to the ongoing work of the Commission and its coordination with and value to their jurisdictions.

2. Presentation: Harrisburg Flood Inundation Mapping

SRBC staff member Benjamin Pratt presented information on the development of Flood Inundation Mapping for Harrisburg, Pa. and surrounding communities along the Susquehanna River. The mapping, which was developed in cooperation with the U.S. Army Corps of Engineers Baltimore District and others, depicts the extent of areal inundation of a community based on predicted flood stage. This provides valuable information to emergency managers responsible for moving persons and property out of harm's way during a flood emergency.

SRBC has been involved in the production of flood stage forecast mapping for many years, but new electronic capability has allowed the development of sophisticated forecasting tools than were previously available using old paper mapping technology. Mr. Pratt went on to provide a live demonstration of the system's features.

The Commission thanked Mr. Pratt for his very informative presentation. The Executive Director added that inundation mapping is only as good as the stream gaging data that it utilizes. Because of the importance of the stream gaging network, a reliable, long-term source of funding for these gages needs to be established.

3. Maurice Goddard Award

The Commission presented the *Maurice K. Goddard Award for Excellence by a Water Management Professional* to Mr. Jim Brozena, recently retired Executive Director of the Luzerne County Flood Protection Authority in Wilkes-Barre, Pa. The Commission recognized Mr. Brozena for his work related to flood hazard mitigation, which included his efforts related to the Wyoming Valley Levee Raising Project.

Mr. Brozena thanked the Commission for its past efforts on flood mitigation, including flood stage forecast mapping and the participation of staff members Ben Pratt and Drew Dehoff on the Authority's advisory board. He also endorsed the Executive Director's comments on stream gaging.

4. Minutes of December 14, 2012, Commission Meeting

On a motion by Commissioner Jordan, seconded by Commissioner Heffner, the minutes of the regular business meeting of December 14, 2012, were unanimously approved as written.

5. Revised FY-2014 Budget

Director of Administration and Finance Marcia Rynearson presented a resolution (Exhibit A) providing for the revisions of the FY 2014 Budget adopted by the Commission in June 2012

for the Fiscal Year beginning July 1, 2013, and ending June 30, 2014. Budget revisions are usually necessary after review of the budget proposal by each member jurisdiction and consideration of any new information that comes to light during this interim period. Ms. Rynearson also highlighted the major revisions to the budget.

On a motion by Commissioner Lynch, seconded by Commissioner Heffner, the Commission unanimously adopted the resolution.

6. Investment Policy Statement

The Director of Administration & Finance presented an investment policy statement for the Commission's Retiree Benefit Trust Account, developed by staff upon the recommendation of the Commission's financial advisor. The Retiree Benefit Trust Account maintains funds for payment of health insurance costs for retirees.

On a motion by Commissioner Heffner, seconded by Commissioner Lynch, the Commission unanimously adopted the investment policy statement presented by Ms. Rynearson.

7. Contracts and Grants

a. Joint Funding Agreement Approval – Characterizing a Near Optimal Streamgaging Network for Estimating Streamflow at Ungaged Sites within Pennsylvania and the Susquehanna River Basin (With U.S. Geological Survey)

Ms. Rynearson requested that the Commission ratify the signing of a Joint Funding Agreement for a project whose goal is to characterize a near optimal streamgaging network that would provide representative hydrologic information for ungaged basins in Pennsylvania and the Susquehanna River Basin. Watersheds best suited for placement of new reference streamgages within Pennsylvania and the Susquehanna River Basin will be identified. New, strategically-placed reference streamgages, in addition to existing reference streamgages, will provide representative hydrologic information for ungaged basins and reduce the statistical uncertainty associated with estimation of streamflow characteristics at ungaged locations. Existing streamgages providing little new information for characterizing ungaged locations will also be identified as potentially redundant. Under the Joint Funding Agreement, the U.S. Geological Survey will provide \$156,000, the PA Dept. of Environmental Protection will provide \$169,000 and the Commission will provide \$40,000.

b. Grant Amendment Approval – Amend the Water Quality Protection and Pollution Prevention Grant to Include Partial Funding for Year 2 (From U.S. Environmental Protection Agency)

Ms. Rynearson requested that the Commission ratify the signing of this grant amendment. Under the grant, SRBC will continue to implement EPA approved Clean Water Act Section 106 program activities. The U.S. Environmental Protection Agency will provide total funding in the amount of \$449,000. The amendment adds partial funding for the second year of a two-year grant.

c. Contract Approval – U.S. Army Corps of Engineers FCSA

Ms. Ryneason requested authority to execute in final form an amendment to a Feasibility Cost Sharing Agreement (FCSA) with the Department of the Army for Phase II of the Susquehanna River Basin Ecological Flow Management Study. Phase II will assess additional measures to provide flow management during critical low flow periods in the basin. The amendment expands the scope and adds costs for Phase II in the amount of \$1,020,000. The Corps of Engineers will cover 75 percent of these costs (\$765,000) and the Commission, as the non-federal sponsor, will cover 25 percent (\$255,000).

On a motion by Commissioner Jordan, seconded by Commissioner Heffner, the Commission unanimously approved the recommendations of Ms. Ryneason regarding these agreements/grants.

8. Administrative Appeal of Anadarko E&P Company LP

The Deputy Executive Director reported that on April 12, 2012, Anadarko E&P Company LP filed an Appeal and Request for Hearing related to the Commission's action denying Anadarko's groundwater withdrawal application for Well PW-11 located in the Sproul State Forest, Snow Shoe Township, Centre County, Pa. The denial action was taken at the Commission's quarterly business meeting on March 15, 2012. Action on the April 12, 2012, appeal was tabled by the Commission at its quarterly business meeting on June 7, 2012, in order to provide the parties with time to reach a settlement.

Absent a withdrawal of the appeal prior to February 14, 2013, the appeal was included as a business item in the notice of the March 21, 2013, meeting, which was published in the Federal Register and state periodicals. Anadarko recently gave notice of its willingness to withdraw its appeal in accordance with a *Stipulation of Settlement and Withdrawal of Appeal* document. Mr. Beauduy recommended that the Commission approve that stipulation and thereby allow Anadarko to withdraw its appeal without prejudice to a future application for Well PW-11.

On a motion by Commissioner Lynch, seconded by Commissioner Heffner, the Commission unanimously authorized the Executive Director to execute the Stipulation of Settlement and Withdrawal of Appeal as recommended by the Deputy Executive Director concerning the administrative appeal originally filed by Anadarko on April 12, 2012.

9. Regulatory Program Actions

The Commission had before it a staff memorandum containing the following list of project applications:

1. Anadarko E&P Company LP (West Branch Susquehanna River), Nippenose Township, Lycoming County, Pa. (Exhibit B1)
2. Black Bear Waters, LLC (Lycoming Creek), Lewis Township, Lycoming County, Pa. (Exhibit B2)
3. Caernarvon Township Authority, Caernarvon Township, Berks County, Pa. (Exhibit B3)
4. Chesapeake Appalachia, LLC (Susquehanna River), Athens Township, Bradford County, Pa.
5. Chesapeake Appalachia, LLC (Susquehanna River), Mehoopany Township, Wyoming County, Pa. (Exhibit B4)
6. Chesapeake Appalachia, LLC (Susquehanna River), Wysox Township, Bradford County, Pa. (Exhibit B5)
7. Citrus Energy (Susquehanna River), Washington Township, Wyoming County, Pa. (Exhibit B6)
8. Equipment Transport, LLC (Pine Creek), Gaines Township, Tioga County, Pa.
9. Galeton Borough Water Authority, Galeton Borough, Potter County, Pa. (Exhibit B7)
10. Houtzdale Municipal Authority (Beccaria Springs), Gulich Township, Clearfield County, Pa.
11. Hydro Recovery-Antrim LP, Duncan Township, Tioga County, Pa. (Exhibit B8)
12. Mark Manglaviti & Scott Kresge (Tunkhannock Creek), Tunkhannock Township, Wyoming County, Pa. (Exhibit B9)
13. Mountain Energy Services, Inc. (Tunkhannock Creek), Tunkhannock Township, Wyoming County, Pa. (Exhibit B10)
- 14-15. Perdue Grain and Oilseed, LLC., Perdue Soybean Crush Plant, Conoy Township, Lancaster County, Pa. (Exhibit B11)
16. R.R. Donnelley & Sons Company, West Plant, City of Lancaster, Lancaster County, Pa. (Exhibit B12)
17. Talisman Energy USA Inc. (Sugar Creek), West Burlington Township, Bradford County, Pa. (Exhibit B13)
18. Talisman Energy USA Inc. (Towanda Creek – Franklin Township Volunteer Fire Department), Franklin Township, Bradford County, Pa. (Exhibit B14)
19. Titanium Metals Corporation (TIMET), Caernarvon Township, Berks County, Pa. (Exhibit B15)
20. Ultra Resources, Inc. (Cowanesque River), Deerfield Township, Tioga County, Pa. (Exhibit B16)
21. Ultra Resources, Inc. (Pine Creek), Pike Township, Potter County, Pa. (Exhibit B17)
22. WPX Energy Appalachia, LLC (Susquehanna River), Great Bend Township, Susquehanna County, Pa.

Highlight = Staff recommending tabling.

The memo also contained staff's recommendations with respect to the rescission of approvals for Clark Trucking, LLC Northeast Division (Lycoming Creek), Lewis Township, Lycoming County, Pa. (Docket No. 20111207), Southwestern Energy Production Company (Tuscarora Creek), Tuscarora Township, Bradford County, Pa. (Docket No. 20110313), and EQT Production Company (Frano Freshwater Impoundment), Washington Township, Jefferson County, Pa. (Docket No. 20110913). Staff further recommended tabling rescission action on an approval for AES Westover, LLC; AES Westover Generating Station, Town of Union and Village of Johnson City, Broome County, N.Y. (Docket No. 20070902). All projects on the above list were recommended for approval with the exception of Nos. 4, 8, 10 and 22, which were recommended for tabling, and No. 9, which was recommended for denial.

In addition to action on projects, Mr. Dehoff requested blanket authorization from the Commission to allow the Executive Director to extend deadlines established in project dockets. In instances where the wording of dockets offers no discretion to staff, the proposed authorization would allow the Executive Director to consider requests for deadline extensions and, with good cause shown by the project sponsor, approve such extensions.

Commissioner Heffner moved that the Commission adopt the recommendations of staff for the 22 project applications, the rescission of 3 project approvals, and the tabling of a project rescission, as presented by Mr. Dehoff. Commissioner Heffner further moved that, in accordance with those same staff recommendations, the Executive Director be authorized to modify or extend timelines established by docket conditions, where warranted and with prudent administrative discretion. This motion was seconded by Commissioner Jordan and unanimously adopted by the Commission.

10. Adjournment

Chairman Summers opened the meeting to public comments, but none was offered. There being no further business before the Commission, and on a motion by Commissioner Jordan, seconded by Commissioner Lynch, Chairman Summers adjourned the meeting at 9:30 a.m. The next regular meeting of the Commission is tentatively scheduled for June 20, 2013, in Harrisburg, Pennsylvania.

Date Adopted

Stephanie L. Richardson

RESOLUTION NO. 2013-01

A RESOLUTION of the Susquehanna River Basin Commission (the "Commission") revising the Fiscal Year (FY) 2014 budget.

WHEREAS, in June 2012, the Commission adopted a budget covering the period July 1, 2013, to June 30, 2014 (FY-2014), and submitted that budget to the member jurisdictions for their consideration; and

WHEREAS, after due consideration by the member jurisdictions and the receipt of other fiscally related information affecting the final formulation of the FY-2014 budget, it is necessary to revise that budget before it takes effect on July 1, 2013.

NOW THEREFORE BE IT RESOLVED THAT:

1. The FY-2014 budget is hereby revised in accordance with the revisions presented this day to the Commission by the Director of Administration & Finance.
2. This resolution shall be effective immediately.

Dated: March 21, 2013



Dr. Robert M. Summers, Chair
Maryland



SUSQUEHANNA RIVER BASIN COMMISSION

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Docket No. 20130301
Approval Date: March 21, 2013

ANADARKO E&P ONSHORE LLC

**Surface Water Withdrawal (Peak Day) of up to 0.720 mgd
from the West Branch Susquehanna River**

Section 1. Approval

After review of the record, including the technical findings of Susquehanna River Basin Commission (Commission) staff, the Commission has determined that no adverse impacts are anticipated by the operation of this project, and that the project is physically feasible, does not conflict with or adversely affect the Commission's Comprehensive Plan, and does not adversely influence the present or future use and development of the water resources of the basin. Accordingly, the Commission hereby approves renewal of the project described herein in accordance with the conditions set forth below.

This approval is a renewal of Commission Docket No. 20090307 that was approved March 12, 2009, and modified March 10, 2011, as Commission Docket No. 20090307-1, with no special flow protection requirements. The project sponsor has not requested, and Commission staff did not recommend, any changes to the withdrawal quantities approved in modified Commission Docket No. 20090307-1. Commission staff recommended that special flow protection requirements be incorporated into this renewal to reflect current policy.

Commission staff has coordinated with the Pennsylvania Department of Environmental Protection (PADEP), the Department of Conservation and Natural Resources (DCNR), and the Pennsylvania Fish and Boat Commission (PFBC) during review of this project.

Section 2. Project Information

Information concerning the project sponsor, water use type, and location are set forth in the table below.

Project Information	
Project Sponsor:	Anadarko E&P Onshore, LLC
Approval Type:	Surface Water Withdrawal
Original Docket No.:	20090307
Authorized Water Use Purpose:	Hydrocarbon Development and Related Incidental Uses
Municipality:	Nippenose Township
County:	Lycoming County
State:	Pennsylvania

Section 3. Source Information

Information concerning the source of water from which the withdrawal will be made is set forth in the table below.

Source Information	
Approved Source:	West Branch Susquehanna River
Subbasin:	West Branch Susquehanna
Watershed Boundary Dataset (WBD):	0205020606 (West Branch Susquehanna River)
Water Use Designation:	Warm Water Fishery (WWF)
Withdrawal Location (degrees):	Lat: 41.200417 N Long: 77.240185 W
Site Flow Statistics (cfs):	Q7-10 = 532; Average Daily Flow = 8,310
Impairment:	Metals; Polychlorinated Biphenyl (PCB)
Drainage Area (square miles):	5,230
Aquatic Resource Class*:	6
Special Flow Protection Required:	Yes
cfs – cubic feet per second	
*Refer to Commission Policy No. 2012-01 (Low Flow Protection Policy Related to Withdrawal Approvals)	

Section 4. Approved Withdrawal Quantities and Limitations

The withdrawal approved hereunder is subject to the quantitative limits and restrictions set forth in the table below.

Approved Withdrawal Quantities and Limitations		
Peak Day Withdrawal Amount (mgd):	0.720 (Not to Exceed, When Available)	
Maximum Instantaneous Withdrawal Rate (gpm):	1,000 (Not to Exceed)	
Flow Protection Type:	Seasonal passby expressed as monthly values	
Method for Flow Protection:	Off-site monitoring of USGS Real-Time Gage 01551500; West Branch Susquehanna River at Williamsport, Pennsylvania	
Passby Schedule:		
<i>Month</i>	<i>On-Site Flow Protection Rate (cfs)</i>	<i>Off-Site Flow Protection Threshold (cfs)</i>
January	--	--
February	--	--
March	--	--
April	--	--
May	--	--
June	--	--
July	844	917

Approved Withdrawal Quantities and Limitations (continued)		
<i>Month</i>	<i>On-Site Flow Protection Rate (cfs)</i>	<i>Off-Site Flow Protection Threshold (cfs)</i>
August	623	677
September	494	537
October	547	594
November	680	738
December	1,010	1,090
mgd – million gallons per day	USGS – U.S. Geological Survey	
gpm – gallons per minute	-- – No special flow protection required	

The withdrawal is also subject to all other conditions set forth in this docket approval.

Section 5. Standard Conditions

1. The project sponsor shall comply with all Commission regulations, including metering and reporting requirements contained in Commission Regulation 18 CFR §806.30. This project is subject to the annual compliance and monitoring fee as specified in the Commission’s Regulatory Program Fee Schedule, which may be modified over the term of the approval.

2. The project sponsor shall adhere to the metering plan reviewed and approved by Commission staff. Any modifications proposed for the metering plan shall be submitted for review and approval by Commission staff in accordance with Commission Regulation 18 CFR §806.30. Modifications shall not be made until the project sponsor receives written approval of the amended plan.

3. The project sponsor shall maintain metering on the withdrawal in accordance with Commission Regulation 18 CFR §806.30.

4. The project sponsor shall maintain the totalizing meter and other measuring devices, accurate to within five (5) percent, so as to provide an accurate record of withdrawals, and certify to the Commission once every two (2) years, or as otherwise requested, the accuracy of all measuring devices and methods to within five (5) percent of actual flow.

5. The project sponsor shall adhere to the intake design reviewed and approved by Commission staff. Any modifications proposed by the project sponsor for the permitted intake structure shall be submitted for review and approval by Commission staff in accordance with Commission Regulations 18 CFR §806.21 and §806.23 prior to undertaking such modification(s).

6. The project sponsor or any other person representing the project sponsor shall allow authorized employees or agents of the Commission, without advance notice, at any reasonable time and upon presentation of appropriate credentials, and without delay, to have access to and to

inspect all areas where the project is being constructed, operated, or maintained, or otherwise exercise all investigative powers authorized under Commission Regulation 18 CFR §808.12.

7. The project sponsor shall keep daily records of the project's withdrawal and shall report the data to the Commission quarterly, and as otherwise required, in the form and manner as prescribed by Commission staff. Quarterly monitoring reports shall be submitted on-line and are due within thirty (30) days after the close of the preceding quarter. Any alternative measuring, monitoring, or accounting procedure requested by the project sponsor shall be submitted for review and, if appropriate, approved by Commission staff prior to implementing or modifying existing equipment or procedures.

8. Within sixty (60) days of notice of this approval, the project sponsor shall post a sign that meets Commission specifications and displays required project description information. Such sign shall be posted at the point of entry or access to the project facility from a public right-of-way. If there is any restriction to access at such point that would prevent an interested person from legibly viewing such sign, then the project sponsor shall post the sign at the nearest location to such point, along the route of ingress and egress to same, where an interested person would have unrestricted access to legibly view such sign. The project description shall identify the project sponsor, project name, docket approval number, and conditions of the surface water withdrawal approval including quantity, rate and passby flow requirement, docket expiration date, and contact information for the project sponsor and the Commission. The sign shall be maintained for the duration of the approval. The project sponsor shall submit digital photographs as proof of sign installation.

9. The project sponsor shall comply with the water conservation requirements specified in Commission Regulation 18 CFR §806.25(b).

10. This approval is conditional on the project sponsor maintaining legal access to the withdrawal location for the duration of the approval.

11. The project sponsor shall register with the appropriate agency all surface water sources described herein, as may be required by regulations of the member jurisdiction.

12. If the project sponsor fails to comply with the provisions of the Susquehanna River Basin Compact or any rule, regulation, or order of the Commission, or any term or condition of this docket, the project sponsor is subject to enforcement actions pursuant to Commission Regulation 18 CFR §808.

13. Commission approval shall not be construed to exempt the project sponsor from obtaining all necessary permits and/or approvals required for the project from other federal, state, or local government agencies having jurisdiction over the project. The Commission reserves the right to modify, suspend, or revoke this action if the project sponsor fails to obtain or maintain such approvals.

14. The Commission reserves the right to reopen any project docket or issue such additional orders, as may be necessary, to mitigate or avoid adverse impacts or otherwise to

protect public health, safety, welfare, or the environment, pursuant to Commission Regulation 18 CFR §806.32.

15. Commission approval confers no property rights upon the project sponsor. The securing of all rights necessary and incident to the project sponsor's development and operation of the project shall be the sole and exclusive responsibility of the project sponsor, and this approval shall be subject thereto.

16. This project is approved for inclusion in the Commission's Comprehensive Plan for the Water Resources of the Susquehanna River Basin.

17. In accordance with Commission Regulation 18 CFR §806.31(d), if the project is discontinued for such a time and under such circumstances that an abandonment of the project may be reasonably inferred, the Commission may rescind the approval of the project unless a renewal is requested by the project sponsor and approved by the Commission.

18. Should the project's anticipated withdrawals be expected to exceed the amounts listed herein, the project sponsor is required to make application for modification to this approval.

19. This approval is effective until March 20, 2017. As specified in Commission Regulation 18 CFR §806.31(e), if the project sponsor submits an application on or before September 20, 2016, the project sponsor may continue operation of this project pursuant to the terms and conditions of this approval until such time as the Commission acts on such application, or until otherwise notified by the Executive Director.

Section 6. Special Conditions

20. Effective upon notice of this approval, the project sponsor shall cease all withdrawals from the approved source when streamflow, as measured at the U.S. Geological Survey stream gage specified in Section 4, is less than the applicable flow protection threshold specified in Section 4, and shall not reinstate withdrawals until the streamflow exceeds such flow protection threshold. The project sponsor shall keep daily records of the U.S. Geological Survey stream gage and shall report the data to the Commission, as required. The project sponsor may propose alternative flow monitoring to the Commission for staff review and, if acceptable, approval.

21. Except as authorized pursuant to Special Condition 23, the project sponsor shall only supply water for use in hydrocarbon development to persons who have properly registered this approval pursuant to Commission Regulation 18 CFR §806.22(f)(12).

22. The project sponsor shall keep daily records, and shall report the same to the Commission upon request, of all persons supplied water from the project for use in hydrocarbon development, including daily quantities supplied. The project sponsor also shall keep daily records, and shall report the same to the Commission upon request, of all persons supplied water from the project for uses other than hydrocarbon development authorized pursuant to Special Condition 23, including daily quantities supplied.

23. Prior to supplying water for any use not authorized pursuant to Section 2 of this approval, the project sponsor shall first submit a request for determination of authorized use to the Executive Director. The project sponsor shall not supply water for such use unless and until such authorization is granted, and pursuant to any supplemental terms and conditions contained in such approval.

24. The project sponsor shall demonstrate to the satisfaction of the Commission that all water withdrawn from surface water sources, while under control of or on a facility owned or operated by the project sponsor, is transported, stored, injected into a well, or discharged with appropriate controls and treatment to prevent the spread of aquatic nuisance species.

CERTIFICATION: I, Stephanie L. Richardson, Secretary to the Susquehanna River Basin Commission, do hereby certify that the foregoing project docket was approved by the Susquehanna River Basin Commission on March 21, 2013.

Dated: March 22, 2013


Stephanie L. Richardson



SUSQUEHANNA RIVER BASIN COMMISSION

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Docket No. 20120303-1

Approval Date: March 15, 2012

Modification Date: March 21, 2013

BLACK BEAR WATERS, LLC

**Surface Water Withdrawal (Peak Day) of up to 0.900 mgd
from Lycoming Creek**

Section 1. Approval

After review of the record, including the technical findings of Susquehanna River Basin Commission (Commission) staff, the Commission has determined that no adverse impacts are anticipated by the operation of this project, and that the project is physically feasible, does not conflict with or adversely affect the Commission's Comprehensive Plan, and does not adversely influence the present or future use and development of the water resources of the basin. Accordingly, the Commission hereby approves the modification of the project described herein in accordance with the conditions set forth below.

As a result of the transfer of Commission Docket No. 20111207 to Black Bear Waters, LLC, the project sponsor now owns two approvals on the same source located 1.0 mile from each other. The project sponsor has requested that, rather than developing a second intake in close proximity to its existing site, the two withdrawal quantities be combined at the location approved under Commission Docket No. 20120303. Staff recommended approval of this modification with revised low flow protection passby requirements in Section 4, and upon this approval, rescission of Commission Docket No. 20111207.

Commission staff has coordinated with the Pennsylvania Department of Environmental Protection (PADEP), the Department of Conservation and Natural Resources (DCNR), and the Pennsylvania Fish and Boat Commission (PFBC) during review of this project.

Section 2. Project Information

Information concerning the project sponsor, water use type, and location are set forth in the table below.

Project Information	
Project Sponsor:	Black Bear Waters, LLC
Approval Type:	Surface Water Withdrawal
Authorized Water Use Purpose:	Hydrocarbon Development and Related Incidental Uses
Municipality:	Lewis Township
County:	Lycoming County
State:	Pennsylvania

Section 3. Source Information

Information concerning the source of water from which the withdrawal will be made is set forth in the table below.

Source Information	
Approved Source:	Lycoming Creek
Subbasin:	West Branch Susquehanna
Watershed Boundary Dataset (WBD):	0205020602 (Lycoming Creek)
Water Use Designation:	Exceptional Value (EV)
Withdrawal Location (degrees):	Lat: 41.356600 N Long: 77.080025 W
Site Flow Statistics (cfs):	Q7-10 = 9.14; Average Daily Flow = 349
Wild Trout Classification:	Naturally Reproducing Wild Trout Stream
Drainage Area (square miles):	208
Aquatic Resource Class*:	4
Special Flow Protection Required:	Yes
cfs – cubic feet per second	
*Refer to Commission Policy No. 2012-01 (Low Flow Protection Policy Related to Withdrawal Approvals).	

Section 4. Approved Withdrawal Quantities and Limitations

The withdrawal approved hereunder is subject to the quantitative limits and restrictions set forth in the table below.

Approved Withdrawal Quantities and Limitations		
Peak Day Withdrawal Amount (mgd):	0.900 (Not to Exceed, When Available)	
Maximum Instantaneous Withdrawal Rate (gpm):	695 (Not to Exceed)	
Flow Protection Type:	Seasonal passby expressed as monthly values	
Method for Flow Protection:	Off-site monitoring of USGS Real-Time Gage 01550000; Lycoming Creek near Trout Run, Pennsylvania	
Passby Schedule:		
<i>Month</i>	<i>On-Site Flow Protection Rate (cfs)</i>	<i>Off-Site Flow Protection Threshold (cfs)</i>
January	--	--
February	--	--
March	169	143
April	264	222
May	139	118
June	--	--
July	29.4	26

Approved Withdrawal Quantities and Limitations (continued)		
<i>Month</i>	<i>On-Site Flow Protection Rate (cfs)</i>	<i>Off-Site Flow Protection Threshold (cfs)</i>
August	29.4	26
September	29.4	26
October	29.4	26
November	55.2	48
December	95.8	81
mgd – million gallons per day gpm – gallons per minute	USGS – U.S. Geological Survey -- – No special flow protection required	

The withdrawal is also subject to all other conditions set forth in this docket approval.

Section 5. Standard Conditions

1. The project sponsor shall comply with all Commission regulations, including metering and reporting requirements contained in Commission Regulation 18 CFR §806.30. This project is subject to the annual compliance and monitoring fee as specified in the Commission’s Regulatory Program Fee Schedule, which may be modified over the term of the approval.

2. The project sponsor shall adhere to the metering plan reviewed and approved by Commission staff. Any modifications proposed for the metering plan shall be submitted for review and approval by Commission staff in accordance with Commission Regulation 18 CFR §806.30. Modifications shall not be made until the project sponsor receives written approval of the amended plan.

3. The project sponsor shall maintain metering on the withdrawal in accordance with Commission Regulation 18 CFR §806.30.

4. The project sponsor shall maintain the totalizing meter and other measuring devices, accurate to within five (5) percent, so as to provide an accurate record of withdrawals, and certify to the Commission once every two (2) years, or as otherwise requested, the accuracy of all measuring devices and methods to within five (5) percent of actual flow.

5. The project sponsor shall adhere to the intake design reviewed and approved by Commission staff, and shall obtain necessary general or individual permits from the jurisdictional permitting agency prior to use of the intake. The project sponsor shall provide the Commission with a copy of the permit prior to operating the withdrawal at the modified rate. If subsequent design review by the permitting agency requires modification to the intake design, the project sponsor shall submit to the Commission the approved permit for the modified intake structure. Thereafter, any modifications proposed by the project sponsor for the permitted intake structure shall be submitted for review and approval by Commission staff in accordance with Commission Regulations 18 CFR §806.21 and §806.23 prior to undertaking such modification(s).

6. The project sponsor or any other person representing the project sponsor shall allow authorized employees or agents of the Commission, without advance notice, at any reasonable time and upon presentation of appropriate credentials, and without delay, to have access to and to inspect all areas where the project is being constructed, operated, or maintained, or otherwise exercise all investigative powers authorized under Commission Regulation 18 CFR §808.12.

7. The project sponsor shall keep daily records of the project's withdrawal and shall report the data to the Commission quarterly, and as otherwise required, in the form and manner as prescribed by Commission staff. Quarterly monitoring reports shall be submitted on-line and are due within thirty (30) days after the close of the preceding quarter. Any alternative measuring, monitoring, or accounting procedure requested by the project sponsor shall be submitted for review and, if appropriate, approved by Commission staff prior to implementing or modifying existing equipment or procedures.

8. Within sixty (60) days of notice of this approval, the project sponsor shall post a sign that meets Commission specifications and displays required project description information. Such sign shall be posted at the point of entry or access to the project facility from a public right-of-way. If there is any restriction to access at such point that would prevent an interested person from legibly viewing such sign, then the project sponsor shall post the sign at the nearest location to such point, along the route of ingress and egress to same, where an interested person would have unrestricted access to legibly view such sign. The project description shall identify the project sponsor, project name, docket approval number, and conditions of the surface water withdrawal approval including modified quantity, rate and passby flow requirement, docket expiration date, and contact information for the project sponsor and the Commission. The sign shall be installed prior to any withdrawal at the modified rate and be maintained for the duration of the approval. The project sponsor shall submit digital photographs as proof of sign installation.

9. The project sponsor shall comply with the water conservation requirements specified in Commission Regulation 18 CFR §806.25(b).

10. This approval is conditional on the project sponsor maintaining legal access to the withdrawal location for the duration of the approval.

11. The project sponsor shall register with the appropriate agency all surface water sources described herein, as may be required by regulations of the member jurisdiction.

12. If the project sponsor fails to comply with the provisions of the Susquehanna River Basin Compact or any rule, regulation, or order of the Commission, or any term or condition of this docket, the project is subject to enforcement actions pursuant to Commission Regulation 18 CFR §808.

13. Commission approval shall not be construed to exempt the project sponsor from obtaining all necessary permits and/or approvals required for the project from other federal, state, or local government agencies having jurisdiction over the project. All such permits and/or

approvals shall be obtained prior to the withdrawal of water at the modified rate. The Commission reserves the right to modify, suspend, or revoke this action if the project sponsor fails to obtain or maintain such approvals.

14. The Commission reserves the right to reopen any project docket or issue such additional orders, as may be necessary, to mitigate or avoid adverse impacts or otherwise to protect public health, safety, welfare, or the environment, pursuant to Commission Regulation 18 CFR §806.32.

15. Commission approval confers no property rights upon the project sponsor. The securing of all rights necessary and incident to the project sponsor's development and operation of the project shall be the sole and exclusive responsibility of the project sponsor, and this approval shall be subject thereto.

16. This project is approved for inclusion in the Commission's Comprehensive Plan for the Water Resources of the Susquehanna River Basin.

17. In accordance with Commission Regulation 18 CFR §806.31(d), if the project is discontinued for such a time and under such circumstances that an abandonment of the project may be reasonably inferred, the Commission may rescind the approval of the project unless a renewal is requested by the project sponsor and approved by the Commission.

18. Should the project's anticipated withdrawals be expected to exceed the amounts listed herein, the project sponsor is required to make application for modification to this approval.

19. This modified approval is effective until March 14, 2016, the term of the prior docket approval. As specified in Commission Regulation 18 CFR §806.31(e), if the project sponsor submits an application on or before September 14, 2015, the project sponsor may continue operation of this project pursuant to the terms and conditions of this approval until such time as the Commission acts on such application, or until otherwise notified by the Executive Director.

Section 6. Special Conditions

20. Effective upon notice of this approval, the project sponsor shall cease all withdrawals from the approved source when streamflow, as measured at the U.S. Geological Survey stream gage specified in Section 4, is less than the applicable flow protection threshold specified in Section 4, and shall not reinstate withdrawals until the streamflow exceeds such flow protection threshold. The project sponsor shall keep daily records of the U.S. Geological Survey stream gage and shall report the data to the Commission, as required. The project sponsor may propose alternative flow monitoring to the Commission for staff review and, if acceptable, approval.

21. Per Commission coordination with jurisdictional agency(ies), the project sponsor shall adhere to recommendations for avoiding adverse impact to documented occurrences of rare, threatened, or endangered species at or in proximity to the project location. The documented species includes the Eastern hellbender (*Cryptobranchus alleganiensis*). Modification of the intake shall not be permitted from August 1 through November 30 to avoid the breeding and egg

incubation periods of the Eastern hellbender. To avoid adverse impact to the stream's naturally reproducing wild trout population, instream construction shall not be permitted from October 1 through December 31.

22. Except as authorized pursuant to Special Condition 24, the project sponsor shall only supply water for use in hydrocarbon development to persons who have properly registered this approval pursuant to Commission Regulation 18 CFR §806.22(f)(12).

23. The project sponsor shall keep daily records, and shall report the same to the Commission upon request, of all persons supplied water from the project for use in hydrocarbon development, including daily quantities supplied. The project sponsor also shall keep daily records, and shall report the same to the Commission upon request, of all persons supplied water from the project for uses other than hydrocarbon development authorized pursuant to Special Condition 24, including daily quantities supplied.

24. Prior to supplying water for any use not authorized pursuant to Section 2 of this approval, the project sponsor shall first submit a request for determination of authorized use to the Executive Director. The project sponsor shall not supply water for such use unless and until such authorization is granted, and pursuant to any supplemental terms and conditions contained in such approval.

25. The project sponsor shall demonstrate to the satisfaction of the Commission that all water withdrawn from surface water sources, while under control of or on a facility owned or operated by the project sponsor, is transported, stored, injected into a well, or discharged with appropriate controls and treatment to prevent the spread of aquatic nuisance species.

26. All other conditions in Commission Docket No. 20120303 not inconsistent herewith shall remain effective.

27. Effective the date of this approval, Commission Docket No. 20111207 is hereby rescinded.

CERTIFICATION: I, Stephanie L. Richardson, Secretary to the Susquehanna River Basin Commission, do hereby certify that the foregoing project docket was approved by the Susquehanna River Basin Commission on March 21, 2013.

Dated: March 22, 2013


Stephanie L. Richardson



SUSQUEHANNA RIVER BASIN COMMISSION

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Docket No. 20130302

Approval Date: March 21, 2013

CAERNARVON TOWNSHIP AUTHORITY

**Groundwater Withdrawal (30-Day Average) of 0.080 mgd from Well 6,
and Total System Withdrawal Limit (30-Day Average) of 0.565 mgd
for Public Water Supply**

Section 1. Approval

After review of the record, including the technical findings of Susquehanna River Basin Commission (Commission) staff, the Commission has determined that no adverse impacts are anticipated by the operation of this project, and that the project is physically feasible, does not conflict with or adversely affect the Commission's Comprehensive Plan, and does not adversely influence the present or future use and development of the water resources of the basin. Accordingly, the Commission hereby approves renewal of the project described herein in accordance with the conditions set forth below.

Groundwater withdrawal from Well 6 was originally approved by Commission Docket No. 19820912, which expired on September 9, 2012. Caernarvon Township Authority submitted an application for renewal of Well 6 on March 9, 2012. This approval renews an authorization to continue the use of Well 6 at a reduced rate and establishes a system limit on all sources that is based on demonstrated reasonably foreseeable need for water. As identified in Section 6 below, the project sponsor also utilizes as a source Well 8, which is currently approved by the Commission under a separate docket (Commission Docket No. 19940902), and Wells 1, 4, and 5 (Section 7) that were initiated prior to applicable groundwater regulations and do not require separate authorization under this action.

Commission staff has coordinated with the Pennsylvania Department of Environmental Protection (PADEP) and the Pennsylvania Fish and Boat Commission (PFBC) during review of this project.

Section 2. Project Information

Information concerning the project sponsor, water use type, and location are set forth in the table below.

Section 5. Approved Withdrawal Quantities and Limitations

The withdrawal approved hereunder is subject to the quantitative limits and restrictions set forth in the table below.

Approved Withdrawal Quantities and Limitations – Well 6	
30-Day Average Withdrawal (mgd):	0.080
Maximum Instantaneous Withdrawal Rate (gpm):	130 (Not to Exceed)
Total System Withdrawal Limit (30-Day Average) (mgd):	0.565
gpm – gallons per minute	

The withdrawal is also subject to all other conditions set forth in this docket approval.

Section 6. Existing Approved Withdrawals

Quantities applicable to the existing approved withdrawals are listed in the table below.

Existing Approved Groundwater Withdrawals			
Source	30-Day Average Withdrawal (mgd)	Commission Docket No.	Docket Expiration Date
Well 8	0.720	19940902	September 27, 2024

Section 7. Grandfathering Determination – Withdrawals

The project initiated groundwater withdrawals prior to July 13, 1978, from Wells 1, 4, and 5, which are not currently subject to review and approval. The project sponsor is developing a new groundwater source (Well 7) to be added to the public water supply system. In accordance with Commission Regulation 18 CFR §806.4, addition of a source will cause forfeiture of the grandfathered status of Wells 1, 4, and 5. A determination of grandfathered quantities will be made as necessary in association with the review of an application to be submitted by the project sponsor for Well 7. Staff recommended that the project sponsor also be required to provide the documentation needed for staff to complete a grandfathering determination for Wells 1, 4, and 5 within five (5) years of the date of this approval if an application for Well 7 or another new source is not submitted prior to that time.

Section 8. Standard Conditions

1. The project sponsor shall comply with all Commission regulations, including metering and reporting requirements contained in Commission Regulation 18 CFR §806.30. This project is subject to the annual compliance and monitoring fee as specified in the Commission’s Regulatory Program Fee Schedule, which may be modified over the term of the approval.

2. The project sponsor has installed metering that accounts for withdrawals from Well 6 and shall maintain such metering in accordance with Commission Regulation 18 CFR §806.30. Within sixty (60) days from the date of this approval, the project sponsor shall submit digital photographs of the meter, provide the serial number of the meter, and certify the accuracy of the meter to within five (5) percent of actual flow.

3. The project sponsor shall maintain the totalizing meter and other measuring devices, accurate to within five (5) percent, so as to provide an accurate record of withdrawals, and certify to the Commission once every five (5) years, or as otherwise requested, the accuracy of all measuring devices and methods to within five (5) percent of actual flow.

4. The project sponsor or any other person representing the project sponsor shall allow authorized employees or agents of the Commission, without advance notice, at any reasonable time and upon presentation of appropriate credentials, and without delay, to have access to and to inspect all areas where the project is being constructed, operated, or maintained, or otherwise exercise all investigative powers authorized under Commission Regulation 18 CFR §808.12.

5. The project sponsor shall keep daily records of the project's withdrawal and shall report the data to the Commission quarterly, and as otherwise required, in the form and manner as prescribed by Commission staff. Quarterly monitoring reports shall be submitted on-line and are due within thirty (30) days after the close of the preceding quarter. Any alternative measuring, monitoring, or accounting procedure requested by the project sponsor shall be submitted for review and, if appropriate, approved by Commission staff prior to implementing or modifying existing equipment or procedures.

6. Should the project's grandfathered withdrawals be expected to exceed the pre-regulation historic withdrawal amounts, the project sponsor is required to make application at that time.

7. Should the project's anticipated total system demand be expected to exceed the approved total system withdrawal limit herein, the project sponsor is required to make application for modification to this approval at that time.

8. The project sponsor shall comply with the water conservation requirements specified in Commission Regulation 18 CFR §806.25(a).

9. This approval is conditional on the project sponsor maintaining legal access to the withdrawal location for the duration of the approval.

10. The project sponsor shall register with the appropriate agency all groundwater sources described herein, as may be required by regulations of the member jurisdiction.

11. If the project sponsor fails to comply with the provisions of the Susquehanna River Basin Compact or any rule, regulation, or order of the Commission, or any term or condition of this docket, the project sponsor is subject to enforcement actions pursuant to Commission Regulation 18 CFR §808.

12. Commission approval shall not be construed to exempt the project sponsor from obtaining all necessary permits and/or approvals required for the project from other federal, state, or local government agencies having jurisdiction over the project. All such permits and/or approvals shall be obtained prior to the withdrawal of water. The Commission reserves the right to modify, suspend, or revoke this action if the project sponsor fails to obtain or maintain such approvals.

13. The Commission reserves the right to reopen any project docket or issue such additional orders, as may be necessary, to mitigate or avoid adverse impacts or otherwise to protect public health, safety, welfare, or the environment, pursuant to Commission Regulation 18 CFR §806.32.

14. Commission approval confers no property rights upon the project sponsor. The securing of all rights necessary and incident to the project sponsor's development and operation of the project shall be the sole and exclusive responsibility of the project sponsor, and this approval shall be subject thereto.

15. This project is approved for inclusion in the Commission's Comprehensive Plan for the Water Resources of the Susquehanna River Basin.

16. As provided in Commission Regulation 18 CFR §806.31(d), if the project is discontinued for such a time and under such circumstances that an abandonment of the project may be reasonably inferred, the Commission may rescind the approval of the project unless a renewal is requested by the project sponsor and approved by the Commission.

17. Should the project's anticipated withdrawals be expected to exceed the amounts listed herein, the project sponsor is required to make application for modification to this approval.

18. If the Commission determines that the operation of the project's groundwater withdrawal adversely affects any existing groundwater or surface water withdrawal, the project sponsor shall be required to provide, at its expense, an alternate water supply or other mitigating measure.

19. This approval is effective until March 20, 2028. As specified in Commission Regulation 18 CFR §806.31(e), if the project sponsor submits an application on or before September 20, 2027, the project sponsor may continue operation of this project pursuant to the terms and conditions of this approval until such time as the Commission acts on such application, or until otherwise notified by the Executive Director.

Section 9. Special Conditions

20. Within ninety (90) days from the date of this approval, the project sponsor shall submit a plan to Commission staff for review and approval for the implementation of a groundwater elevation monitoring program in accordance with Commission Regulation 18 CFR §806.30(a)(4). The plan shall include proposed methods for the daily measurement (minimum

recommended frequency) and recording of groundwater elevations in the sources listed in Sections 3, 6, and 7. Following written approval, the project sponsor shall execute the plan and complete installation of water level monitoring equipment in accordance with the approved schedule. The project sponsor shall notify the Commission, in writing, and submit digital photographs of the water level monitoring equipment when it has been installed and certify the accuracy of the measuring devices. The project sponsor shall notify the Commission when the monitoring plan has been fully implemented. Thereafter, the groundwater elevation data shall be reported to the Commission quarterly, and as otherwise required. Quarterly monitoring reports shall be submitted on-line and are due within thirty (30) days after the close of the preceding quarter.

21. Within sixty (60) days from the date of this approval, the project sponsor shall submit a metering plan to the Commission for review and approval by Commission staff that accounts for all withdrawals from the sources listed in Section 7, in accordance with Commission Regulation 18 CFR §806.30(a)(1). Following written approval, the project sponsor shall execute the plan and complete any installation of meters in accordance with the approved schedule. The project sponsor shall notify the Commission, in writing, and submit digital photographs of the meter(s) when installed and certify the accuracy of the measuring device(s) to within five (5) percent of actual flow.

22. The project sponsor shall submit documentation needed to determine grandfathered withdrawal quantities for the sources listed in Section 7 if an application for a new source is not submitted within five (5) years from the date of this approval.

CERTIFICATION: I, Stephanie L. Richardson, Secretary to the Susquehanna River Basin Commission, do hereby certify that the foregoing project docket was approved by the Susquehanna River Basin Commission on March 21, 2013.

Dated: March 22, 2013


Stephanie L. Richardson



SUSQUEHANNA RIVER BASIN COMMISSION

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Docket No. 20130303

Approval Date: March 21, 2013

CHESAPEAKE APPALACHIA, LLC

**Surface Water Withdrawal (Peak Day) of up to 0.999 mgd
from the Susquehanna River**

Section 1. Approval

After review of the record, including the technical findings of Susquehanna River Basin Commission (Commission) staff, the Commission has determined that no adverse impacts are anticipated by the operation of this project, and that the project is physically feasible, does not conflict with or adversely affect the Commission's Comprehensive Plan, and does not adversely influence the present or future use and development of the water resources of the basin. Accordingly, the Commission hereby approves renewal of the project described herein in accordance with the conditions set forth below.

This approval is a renewal of Commission Docket No. 20080923 that was approved September 11, 2008, and modified September 16, 2010, as Commission Docket No. 20080923-1, with no special flow protection requirements. The project sponsor has not requested, and Commission staff did not recommend, any changes to the withdrawal quantities or special flow protection requirements approved in modified Commission Docket No. 20080923-1.

Commission staff has coordinated with the Pennsylvania Department of Environmental Protection (PADEP), the Department of Conservation and Natural Resources (DCNR), and the Pennsylvania Fish and Boat Commission (PFBC) during review of this project.

Section 2. Project Information

Information concerning the project sponsor, water use type, and location are set forth in the table below.

Project Information	
Project Sponsor:	Chesapeake Appalachia, LLC
Approval Type:	Surface Water Withdrawal
Original Docket No.:	20080923
Authorized Water Use Purpose:	Hydrocarbon Development and Related Incidental Uses
Municipality:	Mehoopany Township
County:	Wyoming County
State:	Pennsylvania

Section 3. Source Information

Information concerning the source of water from which the withdrawal will be made is set forth in the table below.

Source Information	
Approved Source:	Susquehanna River
Subbasin:	Middle Susquehanna
Watershed Boundary Dataset (WBD):	0205010614 (Lower Susquehanna River)
Water Use Designation:	Warm Water Fishery (WWF)
Withdrawal Location (degrees):	Lat: 41.582947 N Long: 76.060341 W
Site Flow Statistics (cfs):	Q7-10 = 648; Average Daily Flow = 12,900
Impairment:	Mercury; Polychlorinated Biphenyl (PCB)
Drainage Area (square miles):	8,740
Aquatic Resource Class*:	6
Special Flow Protection Required:	No
cfs – cubic feet per second	
*Refer to Commission Policy No. 2012-01 (Low Flow Protection Policy Related to Withdrawal Approvals)	

Section 4. Approved Withdrawal Quantities and Limitations

The withdrawal approved hereunder is subject to the quantitative limits and restrictions set forth in the table below.

Approved Withdrawal Quantities and Limitations	
Peak Day Withdrawal Amount (mgd):	0.999 (Not to Exceed)
Maximum Instantaneous Withdrawal Rate (gpm):	1,000 (Not to Exceed)
mgd – million gallons per day	
gpm – gallons per minute	

The withdrawal is also subject to all other conditions set forth in this docket approval.

Section 5. Standard Conditions

1. The project sponsor shall comply with all Commission regulations, including metering and reporting requirements contained in Commission Regulation 18 CFR §806.30. This project is subject to the annual compliance and monitoring fee as specified in the Commission’s Regulatory Program Fee Schedule, which may be modified over the term of the approval.

2. The project sponsor shall adhere to the metering plan reviewed and approved by Commission staff. Any modifications proposed for the metering plan shall be submitted for review and approval by Commission staff in accordance with Commission Regulation

18 CFR §806.30. Modifications shall not be made until the project sponsor receives written approval of the amended plan.

3. The project sponsor shall maintain metering on the withdrawal in accordance with Commission Regulation 18 CFR §806.30.

4. The project sponsor shall maintain the totalizing meter and other measuring devices, accurate to within five (5) percent, so as to provide an accurate record of withdrawals, and certify to the Commission once every two (2) years, or as otherwise requested, the accuracy of all measuring devices and methods to within five (5) percent of actual flow.

5. The project sponsor shall adhere to the intake design reviewed and approved by Commission staff. Any modifications proposed by the project sponsor for the permitted intake structure shall be submitted for review and approval by Commission staff in accordance with Commission Regulations 18 CFR §806.21 and §806.23 prior to undertaking such modification(s).

6. The project sponsor or any other person representing the project sponsor shall allow authorized employees or agents of the Commission, without advance notice, at any reasonable time and upon presentation of appropriate credentials, and without delay, to have access to and to inspect all areas where the project is being constructed, operated, or maintained, or otherwise exercise all investigative powers authorized under Commission Regulation 18 CFR §808.12.

7. The project sponsor shall keep daily records of the project's withdrawal and shall report the data to the Commission quarterly, and as otherwise required, in the form and manner as prescribed by Commission staff. Quarterly monitoring reports shall be submitted on-line and are due within thirty (30) days after the close of the preceding quarter. Any alternative measuring, monitoring, or accounting procedure requested by the project sponsor shall be submitted for review and, if appropriate, approved by Commission staff prior to implementing or modifying existing equipment or procedures.

8. Within sixty (60) days of notice of this approval, the project sponsor shall post a sign that meets Commission specifications and displays required project description information. Such sign shall be posted at the point of entry or access to the project facility from a public right-of-way. If there is any restriction to access at such point that would prevent an interested person from legibly viewing such sign, then the project sponsor shall post the sign at the nearest location to such point, along the route of ingress and egress to same, where an interested person would have unrestricted access to legibly view such sign. The project description shall identify the project sponsor, project name, docket approval number, and conditions of the surface water withdrawal approval including quantity, docket expiration date, and contact information for the project sponsor and the Commission. The sign shall be maintained for the duration of the approval. The project sponsor shall submit digital photographs as proof of sign installation.

9. The project sponsor shall comply with the water conservation requirements specified in Commission Regulation 18 CFR §806.25(b).

10. This approval is conditional on the project sponsor maintaining legal access to the withdrawal location for the duration of the approval.

11. The project sponsor shall register with the appropriate agency all surface water sources described herein, as may be required by regulations of the member jurisdiction.

12. If the project sponsor fails to comply with the provisions of the Susquehanna River Basin Compact or any rule, regulation, or order of the Commission, or any term or condition of this docket, the project sponsor is subject to enforcement actions pursuant to Commission Regulation 18 CFR §808.

13. Commission approval shall not be construed to exempt the project sponsor from obtaining all necessary permits and/or approvals required for the project from other federal, state, or local government agencies having jurisdiction over the project. The Commission reserves the right to modify, suspend, or revoke this action if the project sponsor fails to obtain or maintain such approvals.

14. The Commission reserves the right to reopen any project docket or issue such additional orders, as may be necessary, to mitigate or avoid adverse impacts or otherwise to protect public health, safety, welfare, or the environment, pursuant to Commission Regulation 18 CFR §806.32.

15. Commission approval confers no property rights upon the project sponsor. The securing of all rights necessary and incident to the project sponsor's development and operation of the project shall be the sole and exclusive responsibility of the project sponsor, and this approval shall be subject thereto.

16. This project is approved for inclusion in the Commission's Comprehensive Plan for the Water Resources of the Susquehanna River Basin.

17. In accordance with Commission Regulation 18 CFR §806.31(d), if the project is discontinued for such a time and under such circumstances that an abandonment of the project may be reasonably inferred, the Commission may rescind the approval of the project unless a renewal is requested by the project sponsor and approved by the Commission.

18. Should the project's anticipated withdrawals be expected to exceed the amounts listed herein, the project sponsor is required to make application for modification to this approval.

19. This approval is effective until March 20, 2017. As specified in Commission Regulation 18 CFR §806.31(e), if the project sponsor submits an application on or before September 20, 2016, the project sponsor may continue operation of this project pursuant to the terms and conditions of this approval until such time as the Commission acts on such application, or until otherwise notified by the Executive Director.

Section 6. Special Conditions

20. Except as authorized pursuant to Special Condition 22, the project sponsor shall only supply water for use in hydrocarbon development to persons who have properly registered this approval pursuant to Commission Regulation 18 CFR §806.22(f)(12).

21. The project sponsor shall keep daily records, and shall report the same to the Commission upon request, of all persons supplied water from the project for use in hydrocarbon development, including daily quantities supplied. The project sponsor also shall keep daily records, and shall report the same to the Commission upon request, of all persons supplied water from the project for uses other than hydrocarbon development authorized pursuant to Special Condition 22, including daily quantities supplied.

22. Prior to supplying water for any use not authorized pursuant to Section 2 of this approval, the project sponsor shall first submit a request for determination of authorized use to the Executive Director. The project sponsor shall not supply water for such use unless and until such authorization is granted, and pursuant to any supplemental terms and conditions contained in such approval.

23. The project sponsor shall demonstrate to the satisfaction of the Commission that all water withdrawn from surface water sources, while under control of or on a facility owned or operated by the project sponsor, is transported, stored, injected into a well, or discharged with appropriate controls and treatment to prevent the spread of aquatic nuisance species.

CERTIFICATION: I, Stephanie L. Richardson, Secretary to the Susquehanna River Basin Commission, do hereby certify that the foregoing project docket was approved by the Susquehanna River Basin Commission on March 21, 2013.

Dated: March 22, 2013


Stephanie L. Richardson



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Docket No. 20130304

Approval Date: March 21, 2013

CHESAPEAKE APPALACHIA, LLC

**Surface Water Withdrawal (Peak Day) of up to 0.999 mgd
from the Susquehanna River**

Section 1. Approval

After review of the record, including the technical findings of Susquehanna River Basin Commission (Commission) staff, the Commission has determined that no adverse impacts are anticipated by the operation of this project, and that the project is physically feasible, does not conflict with or adversely affect the Commission's Comprehensive Plan, and does not adversely influence the present or future use and development of the water resources of the basin. Accordingly, the Commission hereby approves renewal of the project described herein in accordance with the conditions set forth below.

This approval is a renewal of Commission Docket No. 20080914 that was approved September 11, 2008, with no special flow protection requirements. The project sponsor has not requested, and Commission staff did not recommend, any changes to the withdrawal quantities approved in Commission Docket No. 20080914 or the imposition of special flow protection requirements.

Commission staff has coordinated with the Pennsylvania Department of Environmental Protection (PADEP), the Department of Conservation and Natural Resources (DCNR), and the Pennsylvania Fish and Boat Commission (PFBC) during review of this project.

Section 2. Project Information

Information concerning the project sponsor, water use type, and location are set forth in the table below.

Project Information	
Project Sponsor:	Chesapeake Appalachia, LLC
Approval Type:	Surface Water Withdrawal
Original Docket No.:	20080914
Authorized Water Use Purpose:	Hydrocarbon Development and Related Incidental Uses
Municipality:	Wysox Township
County:	Bradford County
State:	Pennsylvania

Section 3. Source Information

Information concerning the source of water from which the withdrawal will be made is set forth in the table below.

Source Information	
Approved Source:	Susquehanna River
Subbasin:	Middle Susquehanna
Watershed Boundary Dataset (WBD):	0205010605 (Upper Susquehanna River)
Water Use Designation:	Warm Water Fishery (WWF)
Withdrawal Location (degrees):	Lat: 41.749203 N Long: 76.425328 W
Site Flow Statistics (cfs):	Q7-10 = 592; Average Daily Flow = 11,100
Impairment:	Mercury; Polychlorinated Biphenyl (PCB)
Drainage Area (square miles):	7,800
Aquatic Resource Class*:	6
Special Flow Protection Required:	No
cfs – cubic feet per second	
*Refer to Commission Policy No. 2012-01 (Low Flow Protection Policy Related to Withdrawal Approvals)	

Section 4. Approved Withdrawal Quantities and Limitations

The withdrawal approved hereunder is subject to the quantitative limits and restrictions set forth in the table below.

Approved Withdrawal Quantities and Limitations	
Peak Day Withdrawal Amount (mgd):	0.999 (Not to Exceed)
Maximum Instantaneous Withdrawal Rate (gpm):	1,000 (Not to Exceed)
mgd – million gallons per day	
gpm – gallons per minute	

The withdrawal is also subject to all other conditions set forth in this docket approval.

Section 5. Standard Conditions

1. The project sponsor shall comply with all Commission regulations, including metering and reporting requirements contained in Commission Regulation 18 CFR §806.30. This project is subject to the annual compliance and monitoring fee as specified in the Commission’s Regulatory Program Fee Schedule, which may be modified over the term of the approval.

2. The project sponsor shall adhere to the metering plan reviewed and approved by Commission staff. Any modifications proposed for the metering plan shall be submitted for review and approval by Commission staff in accordance with Commission Regulation

18 CFR §806.30. Modifications shall not be made until the project sponsor receives written approval of the amended plan.

3. The project sponsor shall maintain metering on the withdrawal in accordance with Commission Regulation 18 CFR §806.30.

4. The project sponsor shall maintain the totalizing meter and other measuring devices, accurate to within five (5) percent, so as to provide an accurate record of withdrawals and certify to the Commission once every two (2) years, or as otherwise requested, the accuracy of all measuring devices and methods to within five (5) percent of actual flow.

5. The project sponsor shall adhere to the intake design reviewed and approved by Commission staff. Any modifications proposed by the project sponsor for the permitted intake structure shall be submitted for review and approval by Commission staff in accordance with Commission Regulations 18 CFR §806.21 and §806.23 prior to undertaking such modification(s).

6. The project sponsor or any other person representing the project sponsor shall allow authorized employees or agents of the Commission, without advance notice, at any reasonable time and upon presentation of appropriate credentials, and without delay, to have access to and to inspect all areas where the project is being constructed, operated, or maintained, or otherwise exercise all investigative powers authorized under Commission Regulation 18 CFR §808.12.

7. The project sponsor shall keep daily records of the project's withdrawal and shall report the data to the Commission quarterly, and as otherwise required, in the form and manner as prescribed by Commission staff. Quarterly monitoring reports shall be submitted on-line and are due within thirty (30) days after the close of the preceding quarter. Any alternative measuring, monitoring, or accounting procedure requested by the project sponsor shall be submitted for review and, if appropriate, approved by Commission staff prior to implementing or modifying existing equipment or procedures.

8. Within sixty (60) days of notice of this approval, the project sponsor shall post a sign that meets Commission specifications and displays required project description information. Such sign shall be posted at the point of entry or access to the project facility from a public right-of-way. If there is any restriction to access at such point that would prevent an interested person from legibly viewing such sign, then the project sponsor shall post the sign at the nearest location to such point, along the route of ingress and egress to same, where an interested person would have unrestricted access to legibly view such sign. The project description shall identify the project sponsor, project name, docket approval number, and conditions of the surface water withdrawal approval including quantity, docket expiration date, and contact information for the project sponsor and the Commission. The sign shall be maintained for the duration of the approval. The project sponsor shall submit digital photographs as proof of sign installation.

9. The project sponsor shall comply with the water conservation requirements specified in Commission Regulation 18 CFR §806.25(b).

10. This approval is conditional on the project sponsor maintaining legal access to the withdrawal location for the duration of the approval.

11. The project sponsor shall register with the appropriate agency all surface water sources described herein, as may be required by regulations of the member jurisdiction.

12. If the project sponsor fails to comply with the provisions of the Susquehanna River Basin Compact or any rule, regulation, or order of the Commission, or any term or condition of this docket, the project sponsor is subject to enforcement actions pursuant to Commission Regulation 18 CFR §808.

13. Commission approval shall not be construed to exempt the project sponsor from obtaining all necessary permits and/or approvals required for the project from other federal, state, or local government agencies having jurisdiction over the project. The Commission reserves the right to modify, suspend, or revoke this action if the project sponsor fails to obtain or maintain such approvals.

14. The Commission reserves the right to reopen any project docket or issue such additional orders, as may be necessary, to mitigate or avoid adverse impacts or otherwise to protect public health, safety, welfare, or the environment, pursuant to Commission Regulation 18 CFR §806.32.

15. Commission approval confers no property rights upon the project sponsor. The securing of all rights necessary and incident to the project sponsor's development and operation of the project shall be the sole and exclusive responsibility of the project sponsor, and this approval shall be subject thereto.

16. This project is approved for inclusion in the Commission's Comprehensive Plan for the Water Resources of the Susquehanna River Basin.

17. In accordance with Commission Regulation 18 CFR §806.31(d), if the project is discontinued for such a time and under such circumstances that an abandonment of the project may be reasonably inferred, the Commission may rescind the approval of the project unless a renewal is requested by the project sponsor and approved by the Commission.

18. Should the project's anticipated withdrawals be expected to exceed the amounts listed herein, the project sponsor is required to make application for modification to this approval.

19. This approval is effective until March 20, 2017. As specified in Commission Regulation 18 CFR §806.31(e), if the project sponsor submits an application on or before September 20, 2016, the project sponsor may continue operation of this project pursuant to the terms and conditions of this approval until such time as the Commission acts on such application, or until otherwise notified by the Executive Director.

Section 6. Special Conditions

20. Except as authorized pursuant to Special Condition 22, the project sponsor shall only supply water for use in hydrocarbon development to persons who have properly registered this approval pursuant to Commission Regulation 18 CFR §806.22(f)(12).

21. The project sponsor shall keep daily records, and shall report the same to the Commission upon request, of all persons supplied water from the project for use in hydrocarbon development, including daily quantities supplied. The project sponsor also shall keep daily records, and shall report the same to the Commission upon request, of all persons supplied water from the project for uses other than hydrocarbon development authorized pursuant to Special Condition 22, including daily quantities supplied.

22. Prior to supplying water for any use not authorized pursuant to Section 2 of this approval, the project sponsor shall first submit a request for determination of authorized use to the Executive Director. The project sponsor shall not supply water for such use unless and until such authorization is granted, and pursuant to any supplemental terms and conditions contained in such approval.

23. The project sponsor shall demonstrate to the satisfaction of the Commission that all water withdrawn from surface water sources, while under control of or on a facility owned or operated by the project sponsor, is transported, stored, injected into a well, or discharged with appropriate controls and treatment to prevent the spread of aquatic nuisance species.

CERTIFICATION: I, Stephanie L. Richardson, Secretary to the Susquehanna River Basin Commission, do hereby certify that the foregoing project docket was approved by the Susquehanna River Basin Commission on March 21, 2013.

Dated: March 22, 2013


Stephanie L. Richardson



SUSQUEHANNA RIVER BASIN COMMISSION

1721 North Front Street • Harrisburg, Pennsylvania 17102-2391

(717) 238-0423 Phone • (717) 238-2436 Fax

www.srbcc.net
Docket No. 20130305

Approval Date: March 21, 2013

CITRUS ENERGY

Surface Water Withdrawal (Peak Day) of up to 1.000 mgd from the Susquehanna River

Section 1. Approval

After review of the record, including the technical findings of Susquehanna River Basin Commission (Commission) staff, the Commission has determined that no adverse impacts are anticipated by the operation of this project, and that the project is physically feasible, does not conflict with or adversely affect the Commission's Comprehensive Plan, and does not adversely influence the present or future use and development of the water resources of the basin. Accordingly, the Commission hereby approves renewal of the project described herein in accordance with the conditions set forth below.

This approval is a renewal of Commission Docket No. 20081205 that was approved December 4, 2008, and modified September 16, 2010, as Commission Docket No. 20081205-1, with a peak day withdrawal rate of 1.994 million gallons per day (mgd) and no special flow protection requirements. The project sponsor has not requested any changes to the conditions of the approval. In consideration of the reasonably foreseeable need for water, as demonstrated by historic usage of the source and development plans presented by the project sponsor, Commission staff recommended that the approved peak day withdrawal rate be reduced to 1.000 mgd, herein referred to as the modified rate.

Commission staff has coordinated with the Pennsylvania Department of Environmental Protection (PADEP), the Department of Conservation and Natural Resources (DCNR), and the Pennsylvania Fish and Boat Commission (PFBC) during review of this project.

Section 2. Project Information

Information concerning the project sponsor, water use type, and location are set forth in the table below.

Project Information	
Project Sponsor:	Citrus Energy
Approval Type:	Surface Water Withdrawal
Original Docket No.:	20081205
Authorized Water Use Purpose:	Hydrocarbon Development and Related Incidental Uses
Municipality:	Washington Township
County:	Wyoming County
State:	Pennsylvania

Section 3. Source Information

Information concerning the source of water from which the withdrawal will be made is set forth in the table below.

Source Information	
Approved Source:	Susquehanna River
Subbasin:	Middle Susquehanna
Watershed Boundary Dataset (WBD):	0205010614 (Lower Susquehanna River)
Water Use Designation:	Warm Water Fishery (WWF)
Withdrawal Location (degrees):	Lat: 41.568065 N Long: 76.036389 W
Site Flow Statistics (cfs):	Q7-10 = 660; Average Daily Flow = 13,100
Impairment:	Mercury
Drainage Area (square miles):	8,880
Aquatic Resource Class*:	6
Special Flow Protection Required:	No
cfs – cubic feet per second	
*Refer to Commission Policy No. 2012-01 (Low Flow Protection Policy Related to Withdrawal Approvals)	

Section 4. Approved Withdrawal Quantities and Limitations

The withdrawal approved hereunder is subject to the quantitative limits and restrictions set forth in the table below.

Approved Withdrawal Quantities and Limitations	
Peak Day Withdrawal Amount (mgd):	1.000 (Not to Exceed)
Maximum Instantaneous Withdrawal Rate (gpm):	1,385 (Not to Exceed)
gpm – gallons per minute	

The withdrawal is also subject to all other conditions set forth in this docket approval.

Section 5. Standard Conditions

1. The project sponsor shall comply with all Commission regulations, including metering and reporting requirements contained in Commission Regulation 18 CFR §806.30. This project is subject to the annual compliance and monitoring fee as specified in the Commission’s Regulatory Program Fee Schedule, which may be modified over the term of the approval.

2. The project sponsor shall adhere to the metering plan reviewed and approved by Commission staff. Any modifications proposed for the metering plan shall be submitted for review and approval by Commission staff in accordance with Commission Regulation

18 CFR §806.30. Modifications shall not be made until the project sponsor receives written approval of the amended plan.

3. The project sponsor shall maintain metering on the withdrawal in accordance with Commission Regulation 18 CFR §806.30.

4. The project sponsor shall maintain the totalizing meter and other measuring devices, accurate to within five (5) percent, so as to provide an accurate record of withdrawals, and certify to the Commission once every two (2) years, or as otherwise requested, the accuracy of all measuring devices and methods to within five (5) percent of actual flow.

5. The project sponsor shall adhere to the intake design reviewed and approved by Commission staff. Any modifications proposed by the project sponsor for the permitted intake structure shall be submitted for review and approval by Commission staff in accordance with Commission Regulations 18 CFR §806.21 and §806.23 prior to undertaking such modification(s).

6. The project sponsor or any other person representing the project sponsor shall allow authorized employees or agents of the Commission, without advance notice, at any reasonable time and upon presentation of appropriate credentials, and without delay, to have access to and to inspect all areas where the project is being constructed, operated, or maintained, or otherwise exercise all investigative powers authorized under Commission Regulation 18 CFR §808.12.

7. The project sponsor shall keep daily records of the project's withdrawal and shall report the data to the Commission quarterly, and as otherwise required, in the form and manner as prescribed by Commission staff. Quarterly monitoring reports shall be submitted on-line and are due within thirty (30) days after the close of the preceding quarter. Any alternative measuring, monitoring, or accounting procedure requested by the project sponsor shall be submitted for review and, if appropriate, approved by Commission staff prior to implementing or modifying existing equipment or procedures.

8. Within sixty (60) days of notice of this approval, the project sponsor shall post a sign that meets Commission specifications and displays required project description information. Such sign shall be posted at the point of entry or access to the project facility from a public right-of-way. If there is any restriction to access at such point that would prevent an interested person from legibly viewing such sign, then the project sponsor shall post the sign at the nearest location to such point, along the route of ingress and egress to same, where an interested person would have unrestricted access to legibly view such sign. The project description shall identify the project sponsor, project name, docket approval number, and conditions of the surface water withdrawal approval including modified quantity, docket expiration date, and contact information for the project sponsor and the Commission. The sign shall be maintained for the duration of the approval. The project sponsor shall submit digital photographs as proof of sign installation.

9. The project sponsor shall comply with the water conservation requirements specified in Commission Regulation 18 CFR §806.25(b).

10. This approval is conditional on the project sponsor maintaining legal access to the withdrawal location for the duration of the approval.

11. The project sponsor shall register with the appropriate agency all surface water sources described herein, as may be required by regulations of the member jurisdiction.

12. If the project sponsor fails to comply with the provisions of the Susquehanna River Basin Compact or any rule, regulation, or order of the Commission, or any term or condition of this docket, the project sponsor is subject to enforcement actions pursuant to Commission Regulation 18 CFR §808.

13. Commission approval shall not be construed to exempt the project sponsor from obtaining all necessary permits and/or approvals required for the project from other federal, state, or local government agencies having jurisdiction over the project. The Commission reserves the right to modify, suspend, or revoke this action if the project sponsor fails to obtain or maintain such approvals.

14. The Commission reserves the right to reopen any project docket or issue such additional orders, as may be necessary, to mitigate or avoid adverse impacts or otherwise to protect public health, safety, welfare, or the environment, pursuant to Commission Regulation 18 CFR §806.32.

15. Commission approval confers no property rights upon the project sponsor. The securing of all rights necessary and incident to the project sponsor's development and operation of the project shall be the sole and exclusive responsibility of the project sponsor, and this approval shall be subject thereto.

16. This project is approved for inclusion in the Commission's Comprehensive Plan for the Water Resources of the Susquehanna River Basin.

17. In accordance with Commission Regulation 18 CFR §806.31(d), if the project is discontinued for such a time and under such circumstances that an abandonment of the project may be reasonably inferred, the Commission may rescind the approval of the project unless a renewal is requested by the project sponsor and approved by the Commission.

18. Should the project's anticipated withdrawals be expected to exceed the amounts listed herein, the project sponsor is required to make application for modification to this approval.

19. This approval is effective until March 20, 2017. As specified in Commission Regulation 18 CFR §806.31(e), if the project sponsor submits an application on or before September 20, 2016, the project sponsor may continue operation of this project pursuant to the terms and conditions of this approval until such time as the Commission acts on such application, or until otherwise notified by the Executive Director.

Section 6. Special Conditions

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21. The project sponsor shall keep daily records, and shall report the same to the Commission upon request, of all persons supplied water from the project for use in hydrocarbon development, including daily quantities supplied. The project sponsor also shall keep daily records, and shall report the same to the Commission upon request, of all persons supplied water from the project for uses other than hydrocarbon development authorized pursuant to Special Condition 22, including daily quantities supplied.

22. Prior to supplying water for any use not authorized pursuant to Section 2 of this approval, the project sponsor shall first submit a request for determination of authorized use to the Executive Director. The project sponsor shall not supply water for such use unless and until such authorization is granted, and pursuant to any supplemental terms and conditions contained in such approval.

23. The project sponsor shall demonstrate to the satisfaction of the Commission that all water withdrawn from surface water sources, while under control of or on a facility owned or operated by the project sponsor, is transported, stored, injected into a well, or discharged with appropriate controls and treatment to prevent the spread of aquatic nuisance species.

CERTIFICATION: I, Stephanie L. Richardson, Secretary to the Susquehanna River Basin Commission, do hereby certify that the foregoing project docket was approved by the Susquehanna River Basin Commission on March 21, 2013.

Dated: March 22, 2013


Stephanie L. Richardson



SUSQUEHANNA RIVER BASIN COMMISSION

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Pending No. 2012-038

Date: March 21, 2013

GALETON BOROUGH AUTHORITY

Denial of Groundwater Withdrawal Request from the Germania Street Well

Section 1. Action

After review of the record, including the technical findings of Susquehanna River Basin Commission (Commission) staff, the Commission determines that operation of this project poses the potential for significant adverse impact to the water resources of the basin and, therefore, would conflict with or adversely affect the Commission's Comprehensive Plan, and adversely influence the present or future use and development of the water resources of the basin. Accordingly, the application of the project sponsor requesting a withdrawal of water in support of the project identified in Section 2, from the source identified in Section 3, is not in the best interest of the conservation, development, management, or control of the basin's water resources and is hereby denied in accordance with Commission Regulations 18 CFR §806.21 and §806.23 and the findings set forth below.

Section 2. Project Information

Information concerning the project sponsor, water use type, and location are set forth in the table below.

Project Information	
Project Sponsor:	Galeton Borough Authority
Approval Type:	Groundwater Withdrawal
Water Use Type:	Hydrocarbon Development and Related Incidental Uses
Municipality:	West Branch Township
County:	Potter County
State:	Pennsylvania

Section 3. Source Information

Information concerning the source of water from which the withdrawal was requested is set forth in the table below.

Source Information	
Withdrawal Type:	Groundwater
Withdrawal Source:	Germania Street Well
Subbasin:	West Branch Susquehanna
Watershed Boundary Dataset (WBD):	0205020501 (West Branch Pine Creek; Pine Creek Watershed)
Withdrawal Location (degrees):	Lat: 41.727492 N Long: -77.657839 W

Section 4. Findings

Background

The Germania Street Well was drilled in May 1960 to a reported depth of 218 feet below ground surface (bgs). The project sponsor indicates that despite the regional presence of Olean glacial outwash (20 to 40 feet thick) and ice contact deposits (30 to 100 feet thick), field evidence in the project area indicates a shallow thickness of unconsolidated alluvial sediments with little indication of the presence of glacial deposits at the well site. Groundwater withdrawals from the Germania Street Well are interpreted by the project sponsor to be primarily sourced from bedding plane partings and fractures within the sandstones and siltstones of the Catskill Formation situated beneath the thin unconsolidated surface deposits.

The well was found to be under the influence of surface water by the Pennsylvania Department of Environmental Protection (PADEP) and is not presently used for potable water supply due to PADEP filtration requirements, except under emergencies as authorized by PADEP and the Commission. A video borehole survey completed by the project sponsor in 2011 indicates that the well is cased to a depth of 62 feet bgs and remains open to a depth of 203.5 feet. According to the survey, the integrity of the well casing appeared to be significantly degraded both above and below the static water level at the time of logging (15.1 feet bgs). Perforations and degraded sections of casing were noted at depths of 11.6 feet, 14.9 feet, 19.7 feet, 30.0 feet, 30.7 feet, 33.3 feet, 43.0 feet, and 58.0 feet below top of casing. Potential water-bearing zones were interpreted at depths of 77 feet, 145 to 150 feet, 155 to 157 feet, and 189 feet below top of casing.

Aquifer Testing

The constant-rate aquifer testing required by Commission Regulation 18 CFR §806.12 for groundwater withdrawals was completed with prior Commission approval. In December 2011, two pumping activities were performed at the Germania Street Well. The first pumping activity (preliminary pumping) was conducted from December 8, 2011 to December 11, 2011, at variable pumping rates of 250 gallons per minute (gpm), 230 gpm, and 210 gpm (average rate of 223 gpm). The second pumping activity (72-hour, constant-rate aquifer test) was conducted from December 13, 2011 to December 16, 2011, pumping at an average rate of 209 gpm.

The aquifer test was not completed in accordance with the terms of the conditional approval letter. Specific items deemed inconsistent with the approval, and with generally accepted aquifer testing protocol, include:

1. Following preliminary pumping, asymptotic groundwater or surface water recession conditions were not established prior to initiating the constant-rate recovery test. All monitored water levels should have been allowed to recover to at least 90 percent of their respective pre-pumping water levels prior to initiation of the background monitoring. The constant-rate aquifer test was initiated less than 48 hours from the completion of preliminary pumping, and numerous groundwater and surface water monitoring points had not recovered to either asymptotic recession conditions or 90 percent of their pre-pumping levels.
2. Significant precipitation events occurred during the required constant-rate and recovery portions of the aquifer testing, resulting in recharge to groundwater and flow to surface water monitoring points, and masking the pumping-induced drawdown and influence to surface water monitoring locations.

Based on incomplete recovery prior to initiation of the constant-rate test and the effects of precipitation throughout the constant-rate and recovery phases of testing, it is not possible to quantify the full extent of pumping-induced impacts to groundwater or surface water features. The lack of adverse pumping-induced impacts to groundwater or surface water monitoring points cannot be confirmed or evaluated, and pumping-induced impacts cannot be estimated at reduced pumping rates with the certainty and precision required for making recommendations for approvable projects. Furthermore, as preliminary pumping was completed at variable withdrawal rates, those results cannot be utilized as a substitute for the failed constant-rate test. The data from preliminary and constant-rate pumping activities are, however, suitable to qualitatively evaluate the hydraulic connection to nearby surface water features, and the relative magnitude of influence and pumping-induced impacts to other existing users.

Germania Street Well (Pumping Well) Observations

During preliminary and constant-rate pumping activities, the project sponsor measured the maximum pumping-induced drawdown in the Germania Street Well at 109.5 feet. At a constant-rate withdrawal of 210 gpm (tested rate), the project sponsor calculated a projected 90-day drawdown of approximately 182.9 feet (7.5 feet below the pump intake). Using a constant-rate withdrawal of 200 gpm (requested withdrawal rate), the project sponsor calculated a projected 90-day drawdown of approximately 178 feet (2.6 feet below the pump intake). Using end-of-test distance-drawdown projections, the project sponsor calculated a narrow, elliptical pumping-induced zone of influence from the Germania Street Well which extends parallel to the West Branch Pine Creek a distance of 6,580 feet.

Impacts to Industrial Wells

During preliminary and constant-rate pumping activities, significant pumping-induced drawdown was noted in industrial wells located across the West Branch Pine Creek. In addition to the Germania Street Well, three industrial wells (Patterson 6-inch Well, Patterson 10-inch Well, and the Chattanooga Labeling Well) were monitored during pumping activities. While analysis of preliminary pumping data provides an indication of potential pumping-induced

impacts, the full extent of drawdown from the constant-rate phase of testing is unclear due to incomplete recovery following preliminary pumping and precipitation that occurred during the constant-rate testing.

The Patterson 6-inch Well is located approximately 1,300 feet west of the Germania Street Well and north of the West Branch Pine Creek. The well is used by the Patterson Lumber Company for non-potable water purposes, with an estimated usage of 1,200 gallons per day (gpd). The total depth of the well is approximately 60 feet below the top of the casing stickup. During preliminary pumping, drawdown in the Patterson 6-inch Well amounted to 6.4 feet. The project sponsor calculated a 90-day projected drawdown of 13 feet, or 32 percent of available water column in the well.

The Patterson 10-inch Well is located approximately 1,250 feet west of the Germania Street Well and north of the West Branch Pine Creek. The well is used by the Patterson Lumber Company for non-potable water purposes, with an estimated usage of between 1,800 and 2,000 gpd. The total depth of the well is approximately 98 feet below the top of the casing and during preliminary pumping, drawdown in the Patterson 10-inch Well amounted to 21.1 feet. The project sponsor calculated a 90-day projected drawdown of 48 feet, or 58 percent, of available water column in the well.

The Chattanooga Labeling Well is located approximately 800 feet northwest of the Germania Street Well, and north of the West Branch Pine Creek. The well is used by the Chattanooga Labeling Company for non-potable purposes, with an estimated use of 5,000 gpd. Well construction details are not known, but the pump is reportedly set approximately 64 feet below top of casing. The analysis of pumping-induced drawdown in the Chattanooga Labeling Well from the Germania Street Well is not straightforward, as use of the well by the Chattanooga Labeling Company frequently lowered the water level in excess of the submerged transducer depth (~55 feet below casing). The project sponsor calculated a 90-day projected pumping-induced drawdown of 8 feet resulting from the operation of the Germania Street Well. When added to the existing drawdown caused by operation of the Chattanooga Labeling Well, the water level could be close to (or below) the pump intake. The transducer was not installed at a depth sufficient to measure the range of water levels that occurred as a result of normal operation of the Chattanooga Labeling Well. As a result, the cumulative water level impacts during preliminary and constant-rate pumping activities of the Germania Street Well are not able to be definitively determined.

The project sponsor has indicated that their proposed mitigation for adverse impacts to industrial wells would be to either cease withdrawals from the Germania Street Well or replace the impacted water supplies. Commission staff has no knowledge if these options have been vetted with any of the well owners.

Impacts to Residential Wells

Two residential wells (Campbell Well and Wolz Well) were monitored during the preliminary and constant-rate pumping activities. The Campbell Well is a privately owned residential well that is located approximately 1,100 feet northeast of the Germania Street Well and south of the West Branch Pine Creek. The Campbell Well was reportedly installed to a depth of 27 feet below top of casing and was not in use during aquifer testing activities. Drawdown in the Campbell Well exceeded the submerged depth of the transducer (approximately 13 feet below top of casing) during preliminary pumping and did not recover to a level above the transducer prior to initiation of constant-rate pumping. Because the water level in this well did not recover above the transducer, background data for this well is not available for evaluation of pretest trends. During constant-rate testing, manual water level measurements indicated that the Campbell Well experienced approximately 15 feet of drawdown following initiation of preliminary pumping. The project sponsor indicated that the 90-day projected drawdown would completely dewater the Campbell Well.

The Wolz Well is a privately owned residential well that is located approximately 900 feet northeast of the Germania Street Well and south of the West Branch Pine Creek. The Wolz Well was reportedly installed to a depth of 72 feet below top of casing and was in use during aquifer testing activities. Drawdown in the Wolz Well exceeded the submerged depth of the transducer (approximately 24 feet below top of casing) during both preliminary and constant-rate pumping. After cessation of preliminary pumping, the water level in the Wolz Well recovered above the submerged depth of the transducer and promptly returned to depths below the transducer upon initiation of constant-rate pumping. During constant-rate testing, manual measurements indicated that the Campbell Well experienced approximately 18 feet of drawdown following initiation of preliminary pumping. The project sponsor calculated a 90-day projected drawdown of 31 feet, or 60 percent, of available water column in the well.

The project sponsor identified four additional residential wells within the projected zone of influence that were not monitored during testing. Two residential well owners, Tubbs and Cimino, were identified during the public notification process and not selected for monitoring during aquifer testing. The Cimino Well is located approximately 2,500 feet southwest of the Germania Street Well and south of the West Branch Pine Creek. The Tubbs Well is located approximately 3,000 feet northeast of the Germania Street Well and south of the West Branch Pine Creek. Two additional residential well owners, Kertsmar and Froebel, declined to participate in the aquifer test monitoring network. The specific locations of their wells are unknown to Commission staff, but reportedly lie within the projected zone of influence.

The project sponsor has indicated that their proposed mitigation for adverse impacts to residential wells would be to either cease withdrawals from the Germania Street Well or replace the impacted water supplies. Commission staff has no knowledge if these options have been vetted with any of the well owners.

Wetlands

The project sponsor completed a wetland and watercourse field investigation in the immediate project area on August 31, 2010. The investigation identified four wetlands (0.3 acres) and four streams (312.1 linear feet) within the 1.4-acre delineated area. Wetlands monitoring was completed in three of the four designated wetlands (Wetland 1, Wetland 3, and Wetland 4) during preliminary and constant-rate pumping activities. Wetlands in, and hydrologically connected to, the West Branch Pine Creek carry a PADEP-designated Existing Use classification of Exceptional Value (EV).

Wetland 1 is located adjacent to the northern bank of the West Branch Pine Creek and is described as a scrub-shrub system with emergent pockets. Hydrology consists of a high water table at a depth of about 13 inches bgs. Secondary hydrology is from surface runoff and flooding of the West Branch Pine Creek. A piezometer pair was installed in Wetland 1 approximately 200 feet from the Germania Street Well.

Wetland 2 is comprised of a forested wetland located between the Germania Street Well and the West Branch Pine Creek near the base of the terraced bedrock cliff. Spring seeps have been noted surfacing from bedrock bedding partitions on the bench wall. Due to the diffuse nature of the seeps, the presence of shallow bedrock, and the difficulty in installing observation points, no monitoring was required in Wetland 2. Other approved monitoring locations were deemed appropriate to provide an indication of potential impacts to nearby wetlands and the local hydrologic system.

Wetland 3 is comprised of a large forested wetland and scrub-shrub system present on the lowland floodplain between Germania Street and the West Branch Pine Creek. Wetland 3 has high water table hydrology with secondary hydrology from surface water runoff and flooding from the West Branch Pine Creek. One shallow piezometer and one weir were installed in Wetland 3, approximately 100 feet from the Germania Street Well. The hydrogeologic report indicated that site conditions prevented installation of a deep piezometer in Wetland 3. The weir was installed approximately 40 feet downstream from the Wetland 3 piezometer, across a small stream (braided) channel which diverts water from, and then flows back into, the West Branch Pine Creek, approximately 20 feet downstream of the weir. The stream appears to be partly supported by springs and seeps that emerge at the toe slope of the streambank.

Wetland 4 is described as an emergent wetland located in a drainage swale that extends from east of the Germania Street Well house, north to Germania Street. Hydrology is from a spring seep from the steep upland (behind pump house). Spring seepage flows downgradient in a swale and underneath Germania Street through a culvert north of the Germania Street Well. A pair of piezometers (one deep and one shallow) were installed in Wetland 4 approximately 20 feet from the Germania Street Well.

Commission staff completed a Pennsylvania Natural Diversity Inventory (PNDI) search to assess the potential for ecological/historical resources of special concern in the vicinity of the project area. The Pennsylvania Department of Conservation and Natural Resources (PA DCNR) indicated the potential impact to one state-endangered plant species, *Carex retrorsa* (Backward

sedge). The project sponsor completed a threatened and endangered plant survey within the 1.4-acre delineated area and did not identify *Carex retrorsa*, or any other target species in the survey area. They did, however, identify suitable habitat for *Carex retrorsa* within the survey area. Within the project area, extensive wetlands exist outside of the surveyed 1.4-acre area.

Impacts to Wetlands

Water levels measured in the Wetland 1 and Wetland 4 piezometers did not indicate a strong correlation with preliminary or constant-rate pumping activities. The rise and fall in water levels at these piezometers appeared more related to background recessional trends, diurnal variations, and precipitation events, rather than pumping-related activities. Data collected from the Wetland 3 weir is deemed suspect, as substantial leaks around the weir were noted during the constant-rate aquifer test. The water levels measured in the Wetland 3 piezometer indicated a strong correlation with pumping activities.

In the 2 weeks prior to initiation of preliminary pumping, the water level trend in the Wetland 3 piezometer was generally recessional, with minor fluctuations coinciding with precipitation events. Upon commencement of preliminary pumping, the water level abruptly declined and continued on a downward trend throughout the 72 hours of preliminary pumping, with a total drawdown of approximately 0.33 feet. Upon cessation of preliminary pumping, the water level rose abruptly and continued on an upward trend until commencement of the constant-rate aquifer test approximately 46 hours later. The water level rose approximately 0.23 feet from the point of maximum observed drawdown during the preliminary pumping and did not fully recover prior to initiation of the constant-rate aquifer test.

Upon start-up of the constant-rate aquifer test, the water level in the Wetland 3 piezometer abruptly declined and continued on a downward trend for the first 24 hours of constant-rate pumping to a maximum drawdown of approximately 0.16 feet. Approximately 24 hours into the aquifer test, the water level began rising coincident with a 0.31-inch precipitation event. The upward trend continued throughout the remainder of the constant-rate pumping and recovery phases of the aquifer test coincident with a series of precipitation events. A total of 0.37 inches of precipitation was recorded during the constant-rate aquifer test. Numerous precipitation events occurred during the recovery phase of the aquifer testing, with the largest event totaling 0.98 inches on December 21, 2011. Precipitation during the constant-rate pumping and recovery portions of the aquifer testing masked the effects of pumping-induced drawdown and subsequent recharge to both groundwater and surface water monitoring points. These measured influences to the piezometer in the floodplain wetlands along the West Branch Pine Creek demonstrate an efficient hydraulic connection.

Impacts to the West Branch Pine Creek

Per the site conceptual model described in the hydrogeologic report, groundwater withdrawals from the Germania Street Well are interpreted to be sourced primarily from bedding plane partings and fractures within the sandstones and siltstones of the Catskill Formation. The project sponsor describes a leaky, semi-confined aquifer system where seepage losses from the West

Branch Pine Creek streambed infiltrate the alluvial deposits and contribute to bedrock flow under pumping stress from the Germania Street Well.

The West Branch Pine Creek is conceptualized as a regional groundwater discharge feature beneath which the regional water table surface may fall during low water table conditions. Pumping-induced drawdown in these settings can and is expected to: (1) intercept base flow (discharge of groundwater) prior to it reaching the receiving stream; (2) underdrain the streambank alluvium and reduce the natural discharge of groundwater from the aquifer to the stream channel; and (3) increase the magnitude of seepage losses from the stream system.

As previously outlined, preliminary and constant-rate pumping activities caused significant pumping-induced drawdown in industrial and residential wells both along and across the West Branch Pine Creek. The project sponsor calculated a narrow, elliptical pumping-induced zone of influence from the Germania Street Well which extends parallel to the West Branch Pine Creek a distance of 6,580 feet. The data indicate that pumping-induced drawdown in this setting would cause an extensive area of significant downward vertical hydraulic gradient on both sides of the stream and along a significant distance of the stream valley. The effects of this pumping-induced drawdown would directly and significantly impact the West Branch Pine Creek by intercepting base flow, reducing the natural discharge of groundwater from the aquifer to the stream channel, and increasing seepage losses from the stream.

Coordination

To assure compatibility between jurisdictional review and Commission review, Commission staff coordinated with other member jurisdiction agencies during the review of the proposed withdrawal. Commission staff issued preliminary technical findings and recommendations for review and comment by agencies of the Commonwealth of Pennsylvania.

1. Pennsylvania Department of Environmental Protection: In reviewing the Galeton Borough Authority's Water Obstruction and Encroachment Permit Application to construct water supply piping from the Germania Street Well through wetlands (PADEP Application No. E53-440), PADEP expressed concern regarding the following items, and denied the permit:

- a. Adverse secondary impacts to an EV wetlands complex resulting from the groundwater withdrawal from the Germania Street Well; and
- b. Adverse secondary impacts to the West Branch Pine Creek (High Quality [HQ], Cold Water Fisheries [CWF] designation) resulting from reduction in base flow and the natural discharge of groundwater from the aquifer to the stream due to withdrawals from the Germania Street Well.

Summary of Findings

The constant-rate aquifer test completed for the Germania Street Well was not implemented in accordance with the procedures and testing conditions described in the aquifer testing plan and required in the October 5, 2011, conditional approval letter. Based on incomplete recovery prior

to initiation of the constant-rate test, and the effects of precipitation throughout the constant-rate and recovery phases of testing, it is not possible to fully assess the extent of pumping-induced impacts to groundwater or surface water features. The lack of adverse pumping-induced impacts to groundwater or surface water monitoring points cannot be confirmed or evaluated, and pumping-induced impacts cannot be estimated at reduced pumping rates with the certainty and precision required for making recommendations for approvable projects. Furthermore, as preliminary pumping was completed at variable withdrawal rates, those results cannot be utilized as a substitute for the failed constant-rate test. The data from preliminary and constant-rate pumping activities are, however, suitable to qualitatively evaluate the hydraulic connection to nearby surface water features, and the relative magnitude of influence and pumping-induced impacts to other existing users.

Withdrawals during testing of the Germania Street Well caused significant pumping-induced drawdown to residential and industrial wells, both along and across the West Branch Pine Creek. The project sponsor calculated a narrow, elliptical pumping-induced zone of influence from the Germania Street Well which extends parallel to the West Branch Pine Creek a distance of 6,580 feet. The data indicate that pumping-induced drawdown in this setting would cause an extensive area of significant downward vertical hydraulic gradient on both sides of the stream and along a significant distance of the stream valley. Projected impacts from the continuous (90-day) operation of the test well include significant drawdown in several industrial and residential wells, drawdown beneath the pump intake in the test well, and the complete dewatering of at least one residential well.

The results of preliminary pumping indicate that an efficient hydrologic connection exists between the Germania Street Well and Wetland 3. The constant-rate test data confirm this connection, but the full magnitude of influence during that test was masked by numerous precipitation events. Withdrawals from the Germania Street Well caused significant and measurable drawdown in Wetland 3, the magnitude of which would be expected to cause adverse impacts to a wetlands complex (Wetland 3) designated with a PADEP Existing Use classification of EV. Additionally, the impacts would be expected to violate PADEP's anti-degradation standard for EV wetlands.

Commission staff determined that the withdrawal of groundwater from the Germania Street Well would cause an extensive area of significant downward vertical hydraulic gradient on both sides of the stream and along a significant distance of the stream valley. The effects of this pumping-induced drawdown would directly, and significantly, impact the West Branch Pine Creek by intercepting base flow, reducing the natural discharge of groundwater from the aquifer to the stream channel, and increasing seepage losses from the stream. The West Branch Pine Creek has a PADEP-designated Existing Use classification of HQ-CWF and the Pennsylvania Fish and Boat Commission (PFBC) has identified the West Branch of Pine Creek as a Naturally Reproducing Trout Stream. In addition, although the presence of a state-endangered plant species, *Carex retrorsa* (Backward sedge), was not identified within the 1.4-acre delineated project area, its presence is unknown within the other wetlands located within the extensive area of influence demonstrated during aquifer testing at the Germania Street Well.

Section 5. Determination

The Germania Street Well was found to be under the influence of surface water by PADEP and is not presently used for potable water supply except under emergencies. The existing permitted, potable water sources serve Galeton's potable water needs adequately and the project sponsor has no stated plans to increase its potable water supply source capacity. In addition, PADEP denied the Galeton Borough Authority's Water Obstruction and Encroachment Permit Application due to adverse secondary impacts to EV wetlands and to the West Branch Pine Creek that would result from the groundwater withdrawal from the Germania Street Well. In order to obtain Commission approval for any proposed withdrawal, there must be a clear demonstration that the requested water can be taken without causing significant adverse impacts to other existing users or the environment. Upon review by Commission staff, the Commission finds that the subject request does not meet these standards.

With consideration of the approved sources of water that the project sponsor currently operates to serve its potable water needs, this project represents an extreme case of excessive impact, unfavorable site location, and general contradiction with the water resource management goals of the Commission. Accordingly, the Commission hereby determines that the project: (1) would cause significant adverse impacts to the water resources of the basin; (2) is not in the best interest of and would be detrimental to the proper conservation, development, management, or control of the water resources of the basin; and (3) conflicts with the Commission's Comprehensive Plan. Therefore, the request for withdrawal from the Germania Street Well, as submitted, is hereby denied.

CERTIFICATION: I, Stephanie L. Richardson, Secretary to the Susquehanna River Basin Commission, do hereby certify that the foregoing project docket was denied by the Susquehanna River Basin Commission on March 21, 2013.

Dated: March 22, 2013


Stephanie L. Richardson



SUSQUEHANNA RIVER BASIN COMMISSION

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Docket No. 20090902-2

Approval Date: September 10, 2009

Modification Date: September 20, 2010

Modification Date: March 21, 2013

HYDRO RECOVERY–ANTRIM, LP

**Consumptive Water Use (30-Day Average) of up to 1.872 mgd
from Antrim No. 1 Mine Discharge and Backswitch Mine Discharge**

Section 1. Approval

After review of the record, including the technical findings of Susquehanna River Basin Commission (Commission) staff, the Commission has determined that no adverse impacts are anticipated by the operation of this project, and that the project is physically feasible, does not conflict with or adversely affect the Commission's Comprehensive Plan, and does not adversely influence the present or future use and development of the water resources of the basin. Accordingly, the Commission hereby approves the modification of the project described herein in accordance with the conditions set forth below.

This approval is a modification of Commission Docket No. 20090902 that was approved September 10, 2009, and modified September 20, 2012, as Commission Docket No. 20090902-1. The project sponsor has requested authorization for the consumptive use of water through the blending of flowback into the water withdrawn under Commission Docket No. 20090902-1. Commission staff recommended the project sponsor's request for modification be approved.

Commission staff has coordinated with the Pennsylvania Department of Environmental Protection (PADEP), the Department of Conservation and Natural Resources (DCNR), and the Pennsylvania Fish and Boat Commission (PFBC) during review of this project.

Section 2. Project Information

Information concerning the project sponsor, water use type, and location are set forth in the table below.

Project Information	
Project Sponsor:	Hydro Recovery–Antrim, LP
Approval Type:	Consumptive Water Use
Authorized Water Use Purpose:	Blending of Flowback and Produced Fluids with Mine Drainage Water for Hydrocarbon Development and Related Incidental Uses
Municipality:	Duncan Township
County:	Tioga County
State:	Pennsylvania

Section 3. Approved Consumptive Water Use Quantities and Limitations

The consumptive water use approved hereunder is subject to the quantitative limits and restrictions set forth in the table below.

Approved Consumptive Water Use Quantities and Limitations	
Sources for Project Consumptive Water Use:	Antrim No. 1 Mine Discharge and Backswitch Mine Discharge
30-Day Average Consumptive Water Use (mgd):	1.872
Consumptive Water Use Mitigation Type:	Payment of consumptive use mitigation fee

The withdrawal is also subject to all other conditions set forth in this docket approval.

Section 4. Existing Approved Withdrawals

Quantities applicable to the existing approved withdrawals are listed in the table below.

Existing Approved Surface Water Withdrawals			
Source	Peak Day Withdrawal (mgd)	Commission Docket No.	Docket Expiration Date
Antrim No. 1 Mine Discharge and Backswitch Mine Discharge	1.872	20090902-1	October 31, 2021

Section 5. Standard Conditions

1. The project sponsor shall comply with all Commission regulations, including metering and reporting requirements contained in Commission Regulation 18 CFR §806.30. This project is subject to the annual compliance and monitoring fee as specified in the Commission’s Regulatory Program Fee Schedule, which may be modified over the term of the approval.

2. The project sponsor shall adhere to the metering plan reviewed and approved by Commission staff. Any modifications proposed for the metering plan shall be submitted for review and approval by Commission staff in accordance with Commission Regulation 18 CFR §806.30. Modifications shall not be made until the project sponsor receives written approval of the amended plan.

3. Prior to any consumptive use from the sources listed in Section 4, the project sponsor shall install and maintain metering on the withdrawal in accordance with Commission Regulation 18 CFR §806.30. The project sponsor shall notify the Commission, in writing, and submit digital photographs of the meter when it has been installed, provide the serial number of the meter, and certify the accuracy of the measuring device to within five (5) percent of actual flow. Consumptive water use shall not commence until Commission staff has approved the implementation of the approved metering plan and notified the project sponsor of such approval.

4. The project sponsor shall maintain the totalizing meter and other measuring devices, accurate to within five (5) percent, so as to provide an accurate record of withdrawals and consumptive water uses, and certify to the Commission once every five (5) years, or as otherwise requested, the accuracy of all measuring devices and methods to within five (5) percent of actual flow.

5. The project sponsor or any other person representing the project sponsor shall allow authorized employees or agents of the Commission, without advance notice, at any reasonable time and upon presentation of appropriate credentials, and without delay, to have access to and to inspect all areas where the project is being constructed, operated, or maintained, or otherwise exercise all investigative powers authorized under Commission Regulation 18 CFR §808.12.

6. The project sponsor shall keep daily records of the project's consumptive water use and shall report the data to the Commission quarterly, and as otherwise required, in the form and manner as prescribed by Commission staff. Quarterly monitoring reports shall be submitted on-line and are due within thirty (30) days after the close of the preceding quarter. Any alternative measuring, monitoring, or accounting procedure requested by the project sponsor shall be submitted for review and, if appropriate, approved by Commission staff.

7. The project's consumptive water use is subject to water mitigation requirements, as per Commission Regulation 18 CFR §806.22(b). To satisfy the Commission's current compensation requirements for consumptive water use, the project sponsor shall make quarterly payments to the Commission at the rate specified in the effective Regulatory Program Fee Schedule, as modified from time to time by the Commission. Payments shall be made quarterly and shall be calculated by applying this rate to the total amount of water consumptively used by the project during the preceding calendar quarter. Quarterly payments are due and payable within thirty (30) days after the close of the preceding quarter. The rate of payment, after appropriate notice to consumptive users of water using this method of compliance, is subject to change at the Commission's discretion.

8. Prior to the consumptive use of water, the project sponsor shall post a sign that meets Commission specifications and displays required project description information. Such sign shall be posted at the point of entry or access to the project facility from a public right-of-way. If there is any restriction to access at such point that would prevent an interested person from legibly viewing such sign, then the project sponsor shall post the sign at the nearest location to such point, along the route of ingress and egress to same, where an interested person would have unrestricted access to legibly view such sign. The project description shall identify the project sponsor, project name, docket approval number, and conditions of the approval including quantity, rate and passby flow requirement, docket expiration date, and contact information for the project sponsor and the Commission. The sign shall be installed prior to any consumptive use of water and be maintained for the duration of the approval. The project sponsor shall submit digital photographs as proof of sign installation prior to the initiation of the withdrawal.

9. The project sponsor shall comply with the water conservation requirements specified in Commission Regulation 18 CFR §806.25(b).

10. This approval is conditional on the project sponsor maintaining legal access to the withdrawal location for the duration of the approval.

11. The project sponsor shall register with the appropriate agency all water sources described herein, as may be required by regulations of the member jurisdiction.

12. If the project sponsor fails to comply with the provisions of the Susquehanna River Basin Compact or any rule, regulation, or order of the Commission, or any term or condition of this docket, the project sponsor is subject to enforcement actions pursuant to Commission Regulation 18 CFR §808.

13. Commission approval shall not be construed to exempt the project sponsor from obtaining all necessary permits and/or approvals required for the project from other federal, state, or local government agencies having jurisdiction over the project. All such permits and/or approvals shall be obtained prior to the withdrawal of water. The Commission reserves the right to modify, suspend, or revoke this action if the project sponsor fails to obtain or maintain such approvals.

14. The Commission reserves the right to reopen any project docket or issue such additional orders, as may be necessary, to mitigate or avoid adverse impacts or otherwise to protect public health, safety, welfare, or the environment, pursuant to Commission Regulation 18 CFR §806.32.

15. Commission approval confers no property rights upon the project sponsor. The securing of all rights necessary and incident to the project sponsor's development and operation of the project shall be the sole and exclusive responsibility of the project sponsor, and this approval shall be subject thereto.

16. This project is approved for inclusion in the Commission's Comprehensive Plan for the Water Resources of the Susquehanna River Basin.

17. As provided in Commission Regulation 18 CFR §806.31(d), if the project is discontinued for such a time and under such circumstances that an abandonment of the project may be reasonably inferred, the Commission may rescind the approval of the project unless a renewal is requested by the project sponsor and approved by the Commission.

18. Should the project's anticipated withdrawals or consumptive uses be expected to exceed the amounts listed herein, the project sponsor is required to make application for modification to this approval.

19. This modified approval is effective until October 31, 2021, the term of the prior docket approval. As specified in Commission Regulation 18 CFR §806.31(e), if the project sponsor submits an application on or before April 30, 2021, the project sponsor may continue operation of this project pursuant to the terms and conditions of this approval until such time as the Commission acts on such application, or until otherwise notified by the Executive Director.

Section 6. Special Conditions

20. Except as authorized pursuant to Special Condition 22, the project sponsor shall only supply water for use in hydrocarbon development to persons who have properly registered this approval pursuant to Commission Regulation 18 CFR §806.22(f)(12).

21. The project sponsor shall keep daily records, and shall report the same to the Commission upon request, of all persons supplied water from the project for use in hydrocarbon development, including daily quantities supplied. The project sponsor also shall keep daily records, and shall report the same to the Commission upon request, of all persons supplied water from the project for uses other than hydrocarbon development authorized pursuant to Special Condition 22, including daily quantities supplied.

22. Prior to supplying water for any use not authorized pursuant to Section 2 of this approval, the project sponsor shall first submit a request for determination of authorized use to the Executive Director. The project sponsor shall not supply water for such use unless and until such authorization is granted, and pursuant to any supplemental terms and conditions contained in such approval.

23. The project sponsor shall demonstrate to the satisfaction of the Commission that all water withdrawn from surface water sources, while under control of or on a facility owned or operated by the project sponsor, is transported, stored, injected into a well, or discharged with appropriate controls and treatment to prevent the spread of aquatic nuisance species.

24. All other conditions in Commission Docket Nos. 20090902 and 20090902-1 not inconsistent herewith shall remain effective.

25. The project sponsor has requested a reduction of the application fee due to the nature of the request and the extent of review of impacts previously conducted for the project. The Commission finds that the project sponsor has shown good cause for the reduced fee. The application fee is hereby reduced to \$4,900.00, which is commensurate with the fee category “All other projects requiring review and approval and not otherwise specified.”

CERTIFICATION: I, Stephanie L. Richardson, Secretary to the Susquehanna River Basin Commission, do hereby certify that the foregoing project docket was approved by the Susquehanna River Basin Commission on March 21, 2013.

Dated: March 22, 2013


Stephanie L. Richardson



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Docket No. 20130308

Approval Date: March 21, 2013

MARK MANGLAVITI & SCOTT KRESGE

**Surface Water Withdrawal (Peak Day) of up to 0.999 mgd
from Tunkhannock Creek**

Section 1. Approval

After review of the record, including the technical findings of Susquehanna River Basin Commission (Commission) staff, the Commission has determined that no adverse impacts are anticipated by the operation of this project, and that the project is physically feasible, does not conflict with or adversely affect the Commission's Comprehensive Plan, and does not adversely influence the present or future use and development of the water resources of the basin. Accordingly, the Commission hereby approves the project described herein in accordance with the conditions set forth below.

Commission staff has coordinated with the Pennsylvania Department of Environmental Protection (PADEP), the Department of Conservation and Natural Resources (DCNR), and the Pennsylvania Fish and Boat Commission (PFBC) during review of this project.

Section 2. Project Information

Information concerning the project sponsor, water use type, and location are set forth in the table below.

Project Information	
Project Sponsor:	Mark Manglaviti & Scott Kresge
Approval Type:	Surface Water Withdrawal
Authorized Water Use Purpose:	Bulk Supply for Hydrocarbon Development and Related Incidental Uses
Municipality:	Tunkhannock Township
County:	Wyoming County
State:	Pennsylvania

Section 3. Source Information

Information concerning the source of water from which the withdrawal will be made is set forth in the table below.

Source Information	
Approved Source:	Tunkhannock Creek
Subbasin:	Middle Susquehanna
Watershed Boundary Dataset (WBD):	0205010612 (Tunkhannock Creek)
Water Use Designation:	Trout Stocked Fishery (TSF)
Withdrawal Location (degrees):	Lat: 41.566647 N Long: 75.885542 W
Site Flow Statistics (cfs):	Q7-10 = 17.2; Average Daily Flow = 552
Impairment:	Mercury
Drainage Area (square miles):	381
Aquatic Resource Class*:	4
Special Flow Protection Required:	Yes
cfs – cubic feet per second	
*Refer to Commission Policy No. 2012-01 (Low Flow Protection Policy Related to Withdrawal Approvals).	

Section 4. Approved Withdrawal Quantities and Limitations

The withdrawal approved hereunder is subject to the quantitative limits and restrictions set forth in the table below.

Approved Withdrawal Quantities and Limitations		
Peak Day Withdrawal Amount (mgd):	0.999 (Not to Exceed, When Available)	
Maximum Instantaneous Withdrawal Rate (gpm):	1,300 (Not to Exceed)	
Flow Protection Type:	Seasonal passby expressed as monthly values	
Method for Flow Protection:	Off-site monitoring of USGS Real-Time Gage 01534000; Tunkhannock Creek near Tunkhannock, Pennsylvania	
Passby Schedule:		
<i>Month</i>	<i>On-Site Flow Protection Rate (cfs)</i>	<i>Off-Site Flow Protection Threshold (cfs)</i>
January	129	130
February	149	150
March	318	320
April	358	360
May	191	192
June	79.6	80
July	44.8	45

Approved Withdrawal Quantities and Limitations (continued)		
<i>Month</i>	<i>On-Site Flow Protection Rate (cfs)</i>	<i>Off-Site Flow Protection Threshold (cfs)</i>
August	32.8	33
September	31.8	32
October	42.8	43
November	81.6	82
December	149	150
mgd – million gallons per day	USGS – U.S. Geological Survey	
gpm – gallons per minute	-- – No special flow protection required	

The withdrawal is also subject to all other conditions set forth in this docket approval.

Section 5. Standard Conditions

1. The project sponsor shall comply with all Commission regulations, including metering and reporting requirements contained in Commission Regulation 18 CFR §806.30. This project is subject to the annual compliance and monitoring fee as specified in the Commission’s Regulatory Program Fee Schedule, which may be modified over the term of the approval.

2. The project sponsor shall adhere to the metering plan reviewed and approved by Commission staff. Any modifications proposed for the metering plan shall be submitted for review and approval by Commission staff in accordance with Commission Regulation 18 CFR §806.30. Modifications shall not be made until the project sponsor receives written approval of the amended plan.

3. Prior to any withdrawal from the source listed in Section 3, the project sponsor shall install and maintain metering on the withdrawal in accordance with Commission Regulation 18 CFR §806.30. The project sponsor shall notify the Commission, in writing, and submit digital photographs of the meter when it has been installed, provide the serial number of the meter, and certify the accuracy of the measuring device to within five (5) percent of actual flow. Withdrawals shall not commence until Commission staff has approved the implementation of the approved metering plan and notified the project sponsor of such approval.

4. The project sponsor shall maintain the totalizing meter and other measuring devices, accurate to within five (5) percent, so as to provide an accurate record of withdrawals and certify to the Commission once every two (2) years, or as otherwise requested, the accuracy of all measuring devices and methods to within five (5) percent of actual flow.

5. The project sponsor shall adhere to the intake design reviewed and approved by Commission staff, and shall obtain necessary general or individual permits from the jurisdictional permitting agency prior to use of the intake. The project sponsor shall provide the Commission with a copy of the permit prior to operating the withdrawal. If subsequent design review by the permitting agency requires modification to the intake design, the project sponsor

shall submit to the Commission the approved permit for the modified intake structure. Thereafter, any modifications proposed by the project sponsor for the permitted intake structure shall be submitted for review and approval by Commission staff in accordance with Commission Regulations 18 CFR §806.21 and §806.23 prior to undertaking such modification(s).

6. The project sponsor or any other person representing the project sponsor shall allow authorized employees or agents of the Commission, without advance notice, at any reasonable time and upon presentation of appropriate credentials, and without delay, to have access to and to inspect all areas where the project is being constructed, operated, or maintained, or otherwise exercise all investigative powers authorized under Commission Regulation 18 CFR §808.12.

7. The project sponsor shall keep daily records of the project's withdrawal and shall report the data to the Commission quarterly, and as otherwise required, in the form and manner as prescribed by Commission staff. Quarterly monitoring reports shall be submitted on-line and are due within thirty (30) days after the close of the preceding quarter. Any alternative measuring, monitoring, or accounting procedure requested by the project sponsor shall be submitted for review and, if appropriate, approved by Commission staff prior to implementing or modifying existing equipment or procedures.

8. Prior to the withdrawal of water, the project sponsor shall post a sign that meets Commission specifications and displays required project description information. Such sign shall be posted at the point of entry or access to the project facility from a public right-of-way. If there is any restriction to access at such point that would prevent an interested person from legibly viewing such sign, then the project sponsor shall post the sign at the nearest location to such point, along the route of ingress and egress to same, where an interested person would have unrestricted access to legibly view such sign. The project description shall identify the project sponsor, project name, docket approval number, and conditions of the surface water withdrawal approval including quantity, rate and passby flow requirement, docket expiration date, and contact information for the project sponsor and the Commission. The sign shall be installed prior to any withdrawal of water and be maintained for the duration of the approval. The project sponsor shall submit digital photographs as proof of sign installation prior to the initiation of the withdrawal.

9. The project sponsor shall comply with the water conservation requirements specified in Commission Regulation 18 CFR §806.25(b).

10. This approval is conditional on the project sponsor maintaining legal access to the withdrawal location for the duration of the approval.

11. The project sponsor shall register with the appropriate agency all surface water sources described herein, as may be required by regulations of the member jurisdiction.

12. If the project sponsor fails to comply with the provisions of the Susquehanna River Basin Compact or any rule, regulation, or order of the Commission, or any term or condition of this docket, the project sponsor is subject to enforcement actions pursuant to Commission Regulation 18 CFR §808.

13. Commission approval shall not be construed to exempt the project sponsor from obtaining all necessary permits and/or approvals required for the project from other federal, state, or local government agencies having jurisdiction over the project. All such permits and/or approvals shall be obtained prior to the withdrawal of water. The Commission reserves the right to modify, suspend, or revoke this action if the project sponsor fails to obtain or maintain such approvals.

14. The Commission reserves the right to reopen any project docket or issue such additional orders, as may be necessary, to mitigate or avoid adverse impacts or otherwise to protect public health, safety, welfare, or the environment, pursuant to Commission Regulation 18 CFR §806.32.

15. Commission approval confers no property rights upon the project sponsor. The securing of all rights necessary and incident to the project sponsor's development and operation of the project shall be the sole and exclusive responsibility of the project sponsor, and this approval shall be subject thereto.

16. This project is approved for inclusion in the Commission's Comprehensive Plan for the Water Resources of the Susquehanna River Basin.

17. The project sponsor has a period of three (3) years from the date of this approval to commence the withdrawal or this approval will automatically expire, unless an extension is requested by the project sponsor and approved by the Commission as provided in Commission Regulation 18 CFR §806.31(b). Likewise, if the project is discontinued for such a time and under such circumstances that an abandonment of the project may be reasonably inferred, the Commission may rescind the approval of the project unless a renewal is requested by the project sponsor and approved by the Commission.

18. Should the project's anticipated withdrawals be expected to exceed the amounts listed herein, the project sponsor is required to make application for modification to this approval.

19. This approval is effective until March 20, 2017. As specified in Commission Regulation 18 CFR §806.31(e), if the project sponsor submits an application on or before September 20, 2016, the project sponsor may continue operation of this project pursuant to the terms and conditions of this approval until such time as the Commission acts on such application, or until otherwise notified by the Executive Director.

Section 6. Special Conditions

20. Effective upon notice of this approval, the project sponsor shall cease all withdrawals from the approved source when streamflow, as measured at the U.S. Geological Survey stream gage specified in Section 4, is less than the applicable flow protection threshold specified in Section 4, and shall not reinstate withdrawals until the streamflow exceeds such flow protection threshold. The project sponsor shall keep daily records of the U.S. Geological Survey stream

gage and shall report the data to the Commission, as required. The project sponsor may propose alternative flow monitoring to the Commission for staff review and, if acceptable, approval.

21. Except as authorized pursuant to Special Condition 23, the project sponsor shall only supply water for use in hydrocarbon development to persons who have properly registered this approval pursuant to Commission Regulation 18 CFR §806.22(f)(12).

22. The project sponsor shall keep daily records, and shall report the same to the Commission upon request, of all persons supplied water from the project for use in hydrocarbon development, including daily quantities supplied. The project sponsor also shall keep daily records, and shall report the same to the Commission upon request, of all persons supplied water from the project for uses other than hydrocarbon development authorized pursuant to Special Condition 23, including daily quantities supplied.

23. Prior to supplying water for any use not authorized pursuant to Section 2 of this approval, the project sponsor shall first submit a request for determination of authorized use to the Executive Director. The project sponsor shall not supply water for such use unless and until such authorization is granted, and pursuant to any supplemental terms and conditions contained in such approval.

24. The project sponsor shall demonstrate to the satisfaction of the Commission that all water withdrawn from surface water sources, while under control of or on a facility owned or operated by the project sponsor, is transported, stored, injected into a well, or discharged with appropriate controls and treatment to prevent the spread of aquatic nuisance species.

CERTIFICATION: I, Stephanie L. Richardson, Secretary to the Susquehanna River Basin Commission, do hereby certify that the foregoing project docket was approved by the Susquehanna River Basin Commission on March 21, 2013.

Dated: March 22, 2013


Stephanie L. Richardson



SUSQUEHANNA RIVER BASIN COMMISSION

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Docket No. 20100309-1
Approval Date: March 18, 2010
Modification Date: March 21, 2013

MOUNTAIN ENERGY SERVICES, INC.

**Surface Water Withdrawal (Peak Day) of up to 1.498 mgd
 from Tunkhannock Creek**

Section 1. Approval

After review of the record, including the technical findings of Susquehanna River Basin Commission (Commission) staff, the Commission has determined that no adverse impacts are anticipated by the operation of this project, and that the project is physically feasible, does not conflict with or adversely affect the Commission's Comprehensive Plan, and does not adversely influence the present or future use and development of the water resources of the basin. Accordingly, the Commission hereby approves the modification of the project described herein in accordance with the conditions set forth below.

This approval is a modification of Commission Docket No. 20100309 that was approved March 18, 2010, with a peak day withdrawal rate of 0.999 million gallons per day (mgd) and special flow protection requirements. The project sponsor has requested an increase in the peak day withdrawal and an associated increase in the instantaneous withdrawal rate. Commission staff recommended that the approved rate of withdrawal be increased to 1.498 mgd, herein referred to as the modified rate. Commission staff also recommended that the special flow protection requirements be modified to reflect current policy.

Commission staff has coordinated with the Pennsylvania Department of Environmental Protection (PADEP), the Department of Conservation and Natural Resources (DCNR), and the Pennsylvania Fish and Boat Commission (PFBC) during review of this project.

Section 2. Project Information

Information concerning the project sponsor, water use type, and location are set forth in the table below.

Project Information	
Project Sponsor:	Mountain Energy Services, Inc.
Approval Type:	Surface Water Withdrawal
Authorized Water Use Purpose:	Bulk Supply for Hydrocarbon Development and Related Incidental Uses; Bulk Supply for Wind Energy Construction and Operations
Municipality:	Tunkhannock Township
County:	Wyoming County
State:	Pennsylvania

Section 3. Source Information

Information concerning the source of water from which the withdrawal will be made is set forth in the table below.

Source Information	
Approved Source:	Tunkhannock Creek
Subbasin:	Middle Susquehanna
Watershed Boundary Dataset (WBD):	0205010612 (Tunkhannock Creek)
Water Use Designation:	Trout Stocked Fishery (TSF)
Withdrawal Location (degrees):	Lat: 41.556886 N Long: 75.894750 W
Site Flow Statistics (cfs):	Q7-10 = 17.3; Average Daily Flow = 555
Impairment:	Mercury
Drainage Area (square miles):	383.3
Aquatic Resource Class*:	4
Special Flow Protection Required:	Yes
cfs – cubic feet per second	
*Refer to Commission Policy No. 2012-01 (Low Flow Protection Policy Related to Withdrawal Approvals)	

Section 4. Approved Withdrawal Quantities and Limitations

The withdrawal approved hereunder is subject to the quantitative limits and restrictions set forth in the table below.

Approved Withdrawal Quantities and Limitations	
Peak Day Withdrawal Amount (mgd):	1.498 (Not to Exceed, When Available)
Maximum Instantaneous Withdrawal Rate (gpm):	1,500 (Not to Exceed)
Bulk Supply Rate (mgd):	1. Wind Energy – 0.020 (30-day average) 2. Hydrocarbon Development – No limit
Flow Protection Type:	Seasonal passby expressed as monthly values
Approved Withdrawal Quantities and Limitations (continued)	

Method for Flow Protection:		Off-site monitoring of USGS Real-Time Gage 01534000; Tunkhannock Creek near Tunkhannock, Pennsylvania
Passby Schedule:		
<i>Month</i>	<i>On-Site Flow Protection Rate (cfs)</i>	<i>Off-Site Flow Protection Threshold (cfs)</i>
January	130	134
February	150	154
March	320	324
April	360	364
May	192	196
June	80.1	84
July	45.0	44
August	33.0	37
September	32.0	36
October	43.0	47
November	82.1	86
December	150	154
mgd – million gallons per day gpm – gallons per minute		USGS – U.S. Geological Survey -- – No special flow protection required

The withdrawal is also subject to all other conditions set forth in this docket approval.

Section 5. Standard Conditions

1. The project sponsor shall comply with all Commission regulations, including metering and reporting requirements contained in Commission Regulation 18 CFR §806.30. This project is subject to the annual compliance and monitoring fee as specified in the Commission’s Regulatory Program Fee Schedule, which may be modified over the term of the approval.

2. The project sponsor shall adhere to the metering plan reviewed and approved by Commission staff. Any modifications proposed for the metering plan shall be submitted for review and approval by Commission staff in accordance with Commission Regulation 18 CFR §806.30. Modifications shall not be made until the project sponsor receives written approval of the amended plan.

3. The project sponsor shall maintain metering on the withdrawal in accordance with Commission Regulation 18 CFR §806.30.

4. The project sponsor shall maintain the totalizing meter and other measuring devices, accurate to within five (5) percent, so as to provide an accurate record of withdrawals, and certify to the Commission once every two (2) years, or as otherwise requested, the accuracy of all measuring devices and methods to within five (5) percent of actual flow.

5. The project sponsor shall adhere to the intake design reviewed and approved by Commission staff, and shall obtain necessary general or individual permits from the jurisdictional permitting agency prior to use of the intake. The project sponsor shall provide the Commission with a copy of the permit prior to operating the withdrawal at the modified rate. If subsequent design review by the permitting agency requires modification to the intake design, the project sponsor shall submit to the Commission the approved permit for the modified intake structure. Thereafter, any modifications proposed by the project sponsor for the permitted intake structure shall be submitted for review and approval by Commission staff in accordance with Commission Regulations 18 CFR §806.21 and §806.23 prior to undertaking modification(s).

6. The project sponsor or any other person representing the project sponsor shall allow authorized employees or agents of the Commission, without advance notice, at any reasonable time and upon presentation of appropriate credentials, and without delay, to have access to and to inspect all areas where the project is being constructed, operated, or maintained, or otherwise exercise all investigative powers authorized under Commission Regulation 18 CFR §808.12.

7. The project sponsor shall keep daily records of the project's withdrawal and shall report the data to the Commission quarterly, and as otherwise required, in the form and manner as prescribed by Commission staff. Quarterly monitoring reports shall be submitted on-line and are due within thirty (30) days after the close of the preceding quarter. Any alternative measuring, monitoring, or accounting procedure requested by the project sponsor shall be submitted for review and, if appropriate, approved by Commission staff prior to implementing or modifying existing equipment or procedures.

8. Within sixty (60) days of notice of this approval, the project sponsor shall post a sign that meets Commission specifications and displays required project description information. Such sign shall be posted at the point of entry or access to the project facility from a public right-of-way. If there is any restriction to access at such point that would prevent an interested person from legibly viewing such sign, then the project sponsor shall post the sign at the nearest location to such point, along the route of ingress and egress to same, where an interested person would have unrestricted access to legibly view such sign. The project description shall identify the project sponsor, project name, docket approval number, and conditions of the surface water withdrawal approval including modified quantity, rate and passby flow requirement, docket expiration date, and contact information for the project sponsor and the Commission. The sign shall be installed prior to any withdrawal at the modified rate and be maintained for the duration of the approval. The project sponsor shall submit digital photographs as proof of sign installation.

9. The project sponsor shall comply with the water conservation requirements specified in Commission Regulation 18 CFR §806.25(b).

10. This approval is conditional on the project sponsor maintaining legal access to the withdrawal location for the duration of the approval.

11. The project sponsor shall register with the appropriate agency all surface water sources described herein, as may be required by regulations of the member jurisdiction.

12. If the project sponsor fails to comply with the provisions of the Susquehanna River Basin Compact or any rule, regulation, or order of the Commission, or any term or condition of this docket, the project sponsor is subject to enforcement actions pursuant to Commission Regulation 18 CFR §808.

13. Commission approval shall not be construed to exempt the project sponsor from obtaining all necessary permits and/or approvals required for the project from other federal, state, or local government agencies having jurisdiction over the project. The Commission reserves the right to modify, suspend, or revoke this action if the project sponsor fails to obtain or maintain such approvals.

14. The Commission reserves the right to reopen any project docket or issue such additional orders, as may be necessary, to mitigate or avoid adverse impacts or otherwise to protect public health, safety, welfare, or the environment, pursuant to Commission Regulation 18 CFR §806.32.

15. Commission approval confers no property rights upon the project sponsor. The securing of all rights necessary and incident to the project sponsor's development and operation of the project shall be the sole and exclusive responsibility of the project sponsor, and this approval shall be subject thereto.

16. This project is approved for inclusion in the Commission's Comprehensive Plan for the Water Resources of the Susquehanna River Basin.

17. In accordance with Commission Regulation 18 CFR §806.31(d), if the project is discontinued for such a time and under such circumstances that an abandonment of the project may be reasonably inferred, the Commission may rescind the approval of the project unless a renewal is requested by the project sponsor and approved by the Commission.

18. Should the project's anticipated withdrawals be expected to exceed the amounts listed herein, the project sponsor is required to make application for modification to this approval.

19. This modified approval is effective until March 17, 2014, the term of the prior docket approval. As specified in Commission Regulation 18 CFR §806.31(e), if the project sponsor submits an application on or before September 17, 2013, the project sponsor may continue operation of this project pursuant to the terms and conditions of this approval until such time as the Commission acts on such application, or until otherwise notified by the Executive Director.

Section 6. Special Conditions

20. Effective upon notice of this approval, the project sponsor shall cease all withdrawals from the approved source when streamflow, as measured at the U.S. Geological Survey stream gage specified in Section 4, is less than the applicable flow protection threshold specified in Section 4, and shall not reinstate withdrawals until the streamflow exceeds such flow protection threshold. The project sponsor shall keep daily records of the U.S. Geological Survey stream

gage and shall report the data to the Commission, as required. The project sponsor may propose alternative flow monitoring to the Commission for staff review and, if acceptable, approval.

21. Except as authorized pursuant to Special Condition 23, the project sponsor shall only supply water for use in hydrocarbon development to persons who have properly registered this approval pursuant to Commission Regulation 18 CFR §806.22(f)(12), and shall only supply water for use in wind energy construction and operations (not to exceed 0.020 mgd as a 30-day average) to BP Wind Energy, or its assigns.

22. The project sponsor shall keep daily records, and shall report the same to the Commission upon request, of: (a) all persons supplied water from the project for use in hydrocarbon development, including daily quantities supplied; and (b) the daily quantities supplied to BP Wind Energy, or its assigns, for use in wind energy construction and operations. The project sponsor also shall keep daily records, and shall report the same to the Commission upon request, of all persons supplied water from the project for uses other than hydrocarbon development authorized pursuant to Special Condition 23, including daily quantities supplied.

23. Prior to supplying water for any use not authorized pursuant to Section 2 of this approval, the project sponsor shall first submit a request for determination of authorized use to the Executive Director. The project sponsor shall not supply water for such use unless and until such authorization is granted, and pursuant to any supplemental terms and conditions contained in such approval.

24. The project sponsor shall demonstrate to the satisfaction of the Commission that all water withdrawn from surface water sources, while under control of or on a facility owned or operated by the project sponsor, is transported, stored, injected into a well, or discharged with appropriate controls and treatment to prevent the spread of aquatic nuisance species.

25. All other conditions in Commission Docket No. 20100309 not inconsistent herewith shall remain effective.

CERTIFICATION: I, Stephanie L. Richardson, Secretary to the Susquehanna River Basin Commission, do hereby certify that the foregoing project docket was approved by the Susquehanna River Basin Commission on March 21, 2013.

Dated: March 22, 2013


Stephanie L. Richardson



SUSQUEHANNA RIVER BASIN COMMISSION

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Docket No. 20130309

Approval Date: March 21, 2013

PERDUE GRAIN AND OILSEED, LLC

**Groundwater Withdrawal (30-Day Average) of 0.028 mgd from Well AP-2
and Consumptive Water Use (Peak Day) of up to 0.300 mgd
from Well AP-2 and an Interconnection with the
Lancaster County Solid Waste Management Authority Waste-to-Energy Facility**

Section 1. Approval

After review of the record, including the technical findings of Susquehanna River Basin Commission (Commission) staff, the Commission has determined that no adverse impacts are anticipated by the operation of this project, and that the project is physically feasible, does not conflict with or adversely affect the Commission's Comprehensive Plan, and does not adversely influence the present or future use and development of the water resources of the basin. Accordingly, the Commission hereby approves the project described herein in accordance with the conditions set forth below.

Perdue Grain and Oilseed, LLC submitted applications to the Commission for review and approval of the groundwater withdrawal from Well AP-2 and for consumptive water use at the proposed Perdue Soy Crush Plant (Perdue Plant). The proposed Perdue Plant will function as a soybean storage and processing facility and its operations will include: (1) the extraction of raw oil that will be further processed at an off-site location and used as a component of biodiesel fuel; and (2) production of an agricultural feed product.

The water that will be consumptively used at the Perdue Plant will primarily consist of used process water and recycled steam from the Lancaster County Solid Waste Management Authority (LCSWMA) Waste-to-Energy (WTE) facility. The proposed consumptive use of the lesser quality WTE facility process water and recycled steam in place of higher quality waters is consistent with the Commission's resolution encouraging and requiring the use of lesser quality waters. The project sponsor has also requested approval to utilize groundwater from the Well AP-2 to supply the Perdue Plant with sanitary, potable, and minor quantities of process water. The process water that is not consumptively used will be returned to the LCSWMA WTE facility for reuse.

Commission staff has coordinated with the Pennsylvania Department of Environmental Protection (PADEP), the Pennsylvania Game Commission (PGC), and the Pennsylvania Fish and Boat Commission (PFBC) during review of this project.

Section 2. Project Information

Information concerning the project sponsor, water use type, and location are set forth in the table below.

Project Information	
Project Sponsor:	Perdue Grain and Oilseed, LLC
Approval Types:	Groundwater Withdrawal and Consumptive Water Use
Authorized Water Use Purpose:	Soybean Processing
Municipality:	Conoy Township
County:	Lancaster County
State:	Pennsylvania

Section 3. Source Information

Information concerning the source of water from which the withdrawal will be made is set forth in the table below.

Source Information	
Withdrawal Type:	Groundwater
Approved Source:	Well AP-2
Subbasin:	Lower Susquehanna
Watershed Boundary Dataset (WBD):	0205030617 (Susquehanna River)
Withdrawal Location (degrees):	Lat: 40.069000 N Long: 76.639950 W
Special Flow Protection Required:	No

Section 4. Aquifer Testing

The constant-rate aquifer testing required by Commission Regulation 18 CFR §806.12 for groundwater withdrawals was completed with prior Commission approval. A 79-hour, constant-rate aquifer test of Well AP-2 was conducted on March 19, 2012 through March 22, 2012, pumping at an average rate of 20 gallons per minute (gpm).

Commission staff determined that the withdrawal from Well AP-2 at the requested withdrawal rate should not cause permanent loss of aquifer storage, render competing supplies unreliable, or cause adverse impacts to the water resources of the basin, subject to the conditions set forth below.

Section 5. Approved Withdrawal Quantities and Limitations

The withdrawal approved hereunder is subject to the quantitative limits and restrictions set forth in the table below.

Approved Withdrawal Quantities and Limitations – Well AP-2	
30-Day Average Withdrawal (mgd):	0.028
Maximum Instantaneous Withdrawal Rate (gpm):	20 (Not to Exceed)
mgd – million gallons per day	

The withdrawal is also subject to all other conditions set forth in this docket approval.

Section 6. Approved Consumptive Water Use Quantities and Limitations

The consumptive water use approved hereunder is subject to the quantitative limits and restrictions set forth in the table below.

Approved Consumptive Water Use Quantities and Limitations	
Sources for Project Consumptive Water Use:	1. Well AP-2 2. Used process water and recycled steam from the LCSWMA WTE facility
Peak Day Consumptive Water Use Amount (mgd):	0.300 (Not to Exceed)
Project Consumptive Water Uses:	Soybean processing
Consumptive Water Use Mitigation Type:	Payment of consumptive use mitigation fee

The consumptive use of water is also subject to all other conditions set forth in this docket approval.

Section 7. Standard Conditions

1. The project sponsor shall comply with all Commission regulations, including metering and reporting requirements contained in Commission Regulation 18 CFR §806.30. This project is subject to the annual compliance and monitoring fee as specified in the Commission’s Regulatory Program Fee Schedule, which may be modified over the term of the approval.

2. The project sponsor shall adhere to the metering plan reviewed and approved by Commission staff. Any modifications proposed for the metering plan shall be submitted for review and approval by Commission staff in accordance with Commission Regulation 18 CFR §806.30. Modifications shall not be made until the project sponsor receives written approval of the amended plan.

3. Prior to any withdrawal from the source listed in Section 3 or consumptive use from the sources listed in Section 6, the project sponsor shall install and maintain metering in accordance with Commission Regulation 18 CFR §806.30. The project sponsor shall notify the Commission, in writing, and submit digital photographs of the meters when they have been installed, provide the serial numbers of the meters, and certify the accuracy of the measuring devices to within five (5) percent of actual flow. Withdrawals or consumptive use shall not

commence until Commission staff has approved the implementation of the approved metering plan and notified the project sponsor of such approval.

4. The project sponsor shall maintain the totalizing meters and other measuring devices, accurate to within five (5) percent, so as to provide an accurate record of withdrawals and consumptive water use, and certify to the Commission once every five (5) years, or as otherwise requested, the accuracy of all measuring devices and methods to within five (5) percent of actual flow.

5. Within ninety (90) days from the date of this approval, the project sponsor shall submit a plan to Commission staff for review and approval for the implementation of a groundwater elevation monitoring program in accordance with Commission Regulation 18 CFR §806.30(a)(4). The plan shall include proposed methods for the daily measurement and recording of groundwater elevations in the source listed in Sections 3 and 6. Following approval, the project sponsor shall execute the plan and complete installation of water level monitoring equipment in accordance with the approved schedule. The project sponsor shall notify the Commission, in writing, and submit digital photographs of the water level monitoring equipment when it has been installed and certify the accuracy of the measuring devices. The project sponsor shall notify the Commission when the monitoring plan has been fully implemented. Thereafter, the groundwater elevation data shall be reported to the Commission quarterly, and as otherwise required. Quarterly monitoring reports shall be submitted on-line and are due within thirty (30) days after the close of the preceding quarter.

6. The project sponsor or any other person representing the project sponsor shall allow authorized employees or agents of the Commission, without advance notice, at any reasonable time and upon presentation of appropriate credentials, and without delay, to have access to and to inspect all areas where the project is being constructed, operated, or maintained, or otherwise exercise all investigative powers authorized under Commission Regulation 18 CFR §808.12.

7. The project sponsor shall keep daily records of the project's withdrawal and shall report the data to the Commission quarterly, and as otherwise required, in the form and manner as prescribed by Commission staff. Quarterly monitoring reports shall be submitted on-line and are due within thirty (30) days after the close of the preceding quarter. Any alternative measuring, monitoring, or accounting procedure requested by the project sponsor shall be submitted for review and, if appropriate, approved by Commission staff prior to implementing or modifying existing equipment or procedures.

8. The project sponsor shall keep daily records of the project's consumptive water use and shall report the data to the Commission quarterly, and as otherwise required, in the form and manner as prescribed by Commission staff. The daily quantity of water consumptively used shall be the quantity of water withdrawn from Well AP-2; plus the quantity of water that is received from the LCSWMA WTE facility (as steam and used process water); minus the amount of unused Perdue Plant process water that is returned to the LCSWMA WTE facility. Quarterly monitoring reports shall be submitted on-line and are due within thirty (30) days after the close of the preceding quarter. Any alternative measuring, monitoring, or accounting procedure

requested by the project sponsor shall be submitted for review and, if appropriate, approved by Commission staff.

9. The project's consumptive water use as calculated above is subject to water mitigation requirements, as per Commission Regulation 18 CFR §806.22(b). To satisfy the Commission's current compensation requirements for consumptive water use, the project sponsor shall make quarterly payments to the Commission at the rate specified in the effective Regulatory Program Fee Schedule, as modified from time to time by the Commission. Payments shall be made quarterly and shall be calculated by applying this rate to the total amount of water consumptively used by the project during the preceding calendar quarter. Quarterly payments are due and payable within thirty (30) days after the close of the preceding quarter. The rate of payment, after appropriate notice to consumptive users of water using this method of compliance, is subject to change at the Commission's discretion.

10. The project sponsor shall comply with the water conservation requirements specified in Commission Regulation 18 CFR §806.25(b).

11. This approval is conditional on the project sponsor maintaining legal access to the withdrawal location for the duration of the approval.

12. The project sponsor shall register with the appropriate agency all groundwater sources described herein, as may be required by regulations of the member jurisdiction.

13. If the project sponsor fails to comply with the provisions of the Susquehanna River Basin Compact or any rule, regulation, or order of the Commission, or any term or condition of this docket, the project sponsor is subject to enforcement actions pursuant to Commission Regulation 18 CFR §808.

14. Commission approval shall not be construed to exempt the project sponsor from obtaining all necessary permits and/or approvals required for the project from other federal, state, or local government agencies having jurisdiction over the project. All such permits and/or approvals shall be obtained prior to the withdrawal of water. The Commission reserves the right to modify, suspend, or revoke this action if the project sponsor fails to obtain or maintain such approvals.

15. The Commission reserves the right to reopen any project docket or issue such additional orders, as may be necessary, to mitigate or avoid adverse impacts or otherwise to protect public health, safety, welfare, or the environment, pursuant to Commission Regulation 18 CFR §806.32.

16. Commission approval confers no property rights upon the project sponsor. The securing of all rights necessary and incident to the project sponsor's development and operation of the project shall be the sole and exclusive responsibility of the project sponsor, and this approval shall be subject thereto.

17. This project is approved for inclusion in the Commission's Comprehensive Plan for the Water Resources of the Susquehanna River Basin.

18. The project sponsor has a period of three (3) years from the date of this approval to commence the withdrawal or this approval will automatically expire, unless an extension is requested by the project sponsor and approved by the Commission as provided in Commission Regulation 18 CFR §806.31(b). Likewise, if the project is discontinued for such a time and under such circumstances that an abandonment of the project may be reasonably inferred, the Commission may rescind the approval of the project unless a renewal is requested by the project sponsor and approved by the Commission.

19. Should the project's anticipated withdrawals or consumptive uses be expected to exceed the amounts listed herein, the project sponsor is required to make application for modification to this approval.

20. If the Commission determines that the operation of the project's groundwater withdrawal adversely affects any existing groundwater or surface water withdrawal, the project sponsor shall be required to provide, at its expense, an alternate water supply or other mitigating measure.

21. This approval is effective until March 20, 2028. As specified in Commission Regulation 18 CFR §806.31(e), if the project sponsor submits an application on or before September 20, 2027, the project sponsor may continue operation of this project pursuant to the terms and conditions of this approval until such time as the Commission acts on such application, or until otherwise notified by the Executive Director.

CERTIFICATION: I, Stephanie L. Richardson, Secretary to the Susquehanna River Basin Commission, do hereby certify that the foregoing project docket was approved by the Susquehanna River Basin Commission on March 21, 2013.

Dated: March 22, 2013


Stephanie L. Richardson



SUSQUEHANNA RIVER BASIN COMMISSION

Exhibit B12

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Docket No. 19910702-2

Approval Date: July 11, 1991

Modification Date: October 11, 2001

Modification Date: March 21, 2013

R.R. DONNELLEY & SONS COMPANY LANCASTER WEST PLANT

**Consumptive Water Use (Peak Day) of up to 0.099 mgd
from Wells 4A and 4B and Public Water Supply**

Section 1. Approval

After review of the record, including the technical findings of Susquehanna River Basin Commission (Commission) staff, the Commission has determined that no adverse impacts are anticipated by the operation of this project, and that the project is physically feasible, does not conflict with or adversely affect the Commission's Comprehensive Plan, and does not adversely influence the present or future use and development of the water resources of the basin. Accordingly, the Commission hereby approves the modification of the project described herein in accordance with the conditions set forth below.

The Commission issued a groundwater withdrawal approval from Wells 4A and 4B on July 11, 1991, under Commission Docket No. 19910702. The Commission issued a consumptive use approval for up to 0.080 million gallons per day (mgd) on October 11, 2001, under modified Commission Docket No. 19910702-1. In 2010, seeking to improve the accuracy of consumptive use accounting methods, Commission staff required the project sponsor to submit a plan to eliminate estimated monthly consumptive use values and collect daily meter-based measurements. An updated consumptive water use metering plan was subsequently approved by Commission staff in June 2011, and implemented by the project sponsor.

A review of facility monitoring data submitted in 2012 revealed seven occurrences of consumptive water use at levels above the approved quantity. The apparent increase above historic quantities has been attributed to more accurate measurement methods and cannot be attributed to changes in operations or processes at the facility. The project sponsor is therefore requesting a modification to increase its existing consumptive water use approval to 0.099 mgd. No additional withdrawals are needed to meet the request, and no decrease in the amount of water historically being discharged to the unnamed tributary to Little Conestoga Creek under the existing Pennsylvania Department of Environmental Protection (PADEP)-approved National Pollutant Discharge Elimination System permit is expected.

Commission staff has coordinated with PADEP and the Pennsylvania Fish and Boat Commission (PFBC) during review of this project.

Section 2. Project Information

Information concerning the project sponsor, water use type, and location are set forth in the table below.

Project Information	
Project Sponsor:	R.R. Donnelley & Sons Company
Approval Type:	Consumptive Water Use
Authorized Water Use Purpose:	Water Supply for a Commercial Printing Facility
Municipality:	City of Lancaster
County:	Lancaster County
State:	Pennsylvania

Section 3. Approved Consumptive Water Use Quantities and Limitations

The consumptive water use approved hereunder is subject to the quantitative limits and restrictions set forth in the table below.

Approved Consumptive Water Use Quantities and Limitations	
Sources for Project Consumptive Water Use:	<ol style="list-style-type: none"> 1. Well 4A 2. Well 4B 3. Public Water Supply – City of Lancaster
Peak Day Consumptive Water Use Amount (mgd):	0.099 (Not to Exceed)
Project Consumptive Water Uses:	<ol style="list-style-type: none"> 1. Makeup water to five chiller cooling towers 2. Water lost by evaporative cooling towers 3. Process water uses in the catalog and directory pressrooms
Consumptive Water Use Mitigation Type:	Payment of consumptive use mitigation fee

The consumptive use of water is also subject to all other conditions set forth in this docket approval.

Section 4. Existing Approved Withdrawals

Quantities applicable to the existing approved withdrawals are listed in the table below.

Existing Approved Groundwater Withdrawals			
Source	30-Day Average Withdrawal (mgd)	Commission Docket No.	Docket Expiration Date
Well 4A	0.950*	19910702-1	July 11, 2021
Well 4B	0.950*	19910702-1	July 11, 2021

* Indicates that the approved 30-day average withdrawal is for Wells 4A and 4B (combined).

Section 5. Standard Conditions

1. The project sponsor shall comply with all Commission regulations, including metering and reporting requirements contained in Commission Regulation 18 CFR §806.30. This project is subject to the annual compliance and monitoring fee as specified in the Commission's Regulatory Program Fee Schedule, which may be modified over the term of the approval.

2. The project sponsor shall adhere to the metering plan reviewed and approved by Commission staff on June 24, 2011. Any modifications proposed for the metering plan shall be submitted for review and approval by Commission staff in accordance with Commission Regulation 18 CFR §806.30. Modifications shall not be made until the project sponsor receives written approval of the amended plan.

3. The project sponsor shall maintain the totalizing meter and other measuring devices, accurate to within five (5) percent, so as to provide an accurate record of withdrawals, consumptive water use, and certify to the Commission once every five (5) years, or as otherwise requested, the accuracy of all measuring devices and methods to within five (5) percent of actual flow.

4. The project sponsor or any other person representing the project sponsor shall allow authorized employees or agents of the Commission, without advance notice, at any reasonable time and upon presentation of appropriate credentials, and without delay, to have access to and to inspect all areas where the project is being constructed, operated, or maintained, or otherwise exercise all investigative powers authorized under Commission Regulation 18 CFR §808.12.

5. The project sponsor shall keep daily records of the project's withdrawal and shall report the data to the Commission quarterly, and as otherwise required, in the form and manner as prescribed by Commission staff. Quarterly monitoring reports shall be submitted on-line and are due within thirty (30) days after the close of the preceding quarter. Any alternative measuring, monitoring, or accounting procedure requested by the project sponsor shall be submitted for review and, if appropriate, approved by Commission staff prior to implementing or modifying existing equipment or procedures.

6. The project sponsor shall keep daily records of the project's consumptive water use and shall report the data to the Commission quarterly, and as otherwise required in accordance with the metering plan reviewed and approved by Commission staff on June 24, 2011. Any alternative measuring, monitoring, or accounting procedure requested by the project sponsor

shall be submitted for review and, if appropriate, approved in writing by Commission staff prior to use. Quarterly monitoring reports shall be submitted on-line and are due within thirty (30) days after the close of the preceding quarter.

7. The project's consumptive water use as specified in the approved consumptive water use monitoring plan is subject to water mitigation requirements, as per Commission Regulation 18 CFR §806.22(b). To satisfy the Commission's current compensation requirements for consumptive water use, the project sponsor shall make quarterly payments to the Commission at the rate specified in the effective Regulatory Program Fee Schedule, as modified from time to time by the Commission. Payments shall be made quarterly and shall be calculated by applying this rate to the total amount of water consumptively used by the project during the preceding calendar quarter. Quarterly payments are due and payable within thirty (30) days after the close of the preceding quarter. The rate of payment, after appropriate notice to consumptive users of water using this method of compliance, is subject to change at the Commission's discretion.

8. The project sponsor shall comply with the water conservation requirements specified in Commission Regulation 18 CFR §806.25(b).

9. This approval is conditional on the project sponsor maintaining legal access to the withdrawal location for the duration of the approval.

10. The project sponsor shall register with the appropriate agency all water sources described herein, as may be required by regulations of the member jurisdiction.

11. If the project sponsor fails to comply with the provisions of the Susquehanna River Basin Compact or any rule, regulation, or order of the Commission, or any term or condition of this docket, the project sponsor is subject to enforcement actions pursuant to Commission Regulation 18 CFR §808.

12. Commission approval shall not be construed to exempt the project sponsor from obtaining all necessary permits and/or approvals required for the project from other federal, state, or local government agencies having jurisdiction over the project. All such permits and/or approvals shall be obtained prior to the withdrawal of water. The Commission reserves the right to modify, suspend, or revoke this action if the project sponsor fails to obtain or maintain such approvals.

13. The Commission reserves the right to reopen any project docket or issue such additional orders, as may be necessary, to mitigate or avoid adverse impacts or otherwise to protect public health, safety, welfare, or the environment, pursuant to Commission Regulation 18 CFR §806.32.

14. Commission approval confers no property rights upon the project sponsor. The securing of all rights necessary and incident to the project sponsor's development and operation of the project shall be the sole and exclusive responsibility of the project sponsor, and this approval shall be subject thereto.

15. This project is approved for inclusion in the Commission's Comprehensive Plan for the Water Resources of the Susquehanna River Basin.

16. If the project is discontinued for such a time and under such circumstances that an abandonment of the project may be reasonably inferred, the Commission may rescind the approval of the project unless a renewal is requested by the project sponsor and approved by the Commission.

17. Should the project's anticipated withdrawals or consumptive uses be expected to exceed the amounts listed herein, the project sponsor is required to make application for modification to this approval.

18. Should the project's anticipated total system demand be expected to exceed the approved total system withdrawal limit herein, the project sponsor is required to make application for modification to this approval at that time.

19. If the Commission determines that the operation of the project's groundwater withdrawal adversely affects any existing groundwater or surface water withdrawal, the project sponsor shall be required to provide, at its expense, an alternate water supply or other mitigating measure.

20. This modified approval is effective until July 11, 2021, the term of the prior docket approvals. As specified in Commission Regulation 18 CFR §806.31(e), if the project sponsor submits an application on or before January 11, 2021, the project sponsor may continue operation of this project pursuant to the terms and conditions of this approval until such time as the Commission acts on such application, or until otherwise notified by the Executive Director.

Section 6. Special Conditions

21. Within ninety (90) days from the date of this approval, the project sponsor shall submit a plan to Commission staff for review and approval for the implementation of a groundwater elevation monitoring program in accordance with Commission Regulation 18 CFR §806.30(a)(4). The plan shall include proposed methods for the daily measurement and recording of groundwater elevations in the sources listed in Section 4. Following approval, the project sponsor shall execute the plan and complete installation of water level monitoring equipment in accordance with the approved schedule. The project sponsor shall notify the Commission, in writing, and submit digital photographs of the water level monitoring equipment when it has been installed and certify the accuracy of the measuring devices. The project sponsor shall notify the Commission when the monitoring plan has been fully implemented. Thereafter, the groundwater elevation data shall be reported to the Commission quarterly, and as otherwise required. Quarterly monitoring reports shall be submitted on-line and are due within thirty (30) days after the close of the preceding quarter.

22. All other conditions in Commission Docket Nos. 19910702 and 19910702-1 not inconsistent herewith shall remain effective.

CERTIFICATION: I, Stephanie L. Richardson, Secretary to the Susquehanna River Basin Commission, do hereby certify that the foregoing project docket was approved by the Susquehanna River Basin Commission on March 21, 2013.

Dated: March 22, 2013


Stephanie L. Richardson



SUSQUEHANNA RIVER BASIN COMMISSION

Exhibit B13

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Docket No. 20130310

Approval Date: March 21, 2013

TALISMAN ENERGY USA INC.

**Surface Water Withdrawal (Peak Day) of up to 0.750 mgd
from Sugar Creek**

Section 1. Approval

After review of the record, including the technical findings of Susquehanna River Basin Commission (Commission) staff, the Commission has determined that no adverse impacts are anticipated by the operation of this project, and that the project is physically feasible, does not conflict with or adversely affect the Commission's Comprehensive Plan, and does not adversely influence the present or future use and development of the water resources of the basin. Accordingly, the Commission hereby approves renewal of the project described herein in accordance with the conditions set forth below.

This approval is a renewal of Commission Docket No. 20090327 that was approved March 12, 2009, and modified March 18, 2010, as Commission Docket No. 20090327-1, imposing a peak day withdrawal rate of 2.000 million gallons per day (mgd) and special flow protection requirements. The project sponsor has not requested any changes to the conditions of the approval. In consideration of the reasonably foreseeable need for water, as demonstrated by historic usage of the source and development plans presented by the project sponsor, Commission staff recommended that the approved peak day withdrawal rate be reduced to 0.750 mgd, herein referred to as the modified rate. Commission staff also recommended that the special flow protection requirements be modified to reflect current policy.

Commission staff has coordinated with the Pennsylvania Department of Environmental Protection (PADEP), the Department of Conservation and Natural Resources (DCNR), and the Pennsylvania Fish and Boat Commission (PFBC) during review of this project.

Section 2. Project Information

Information concerning the project sponsor, water use type, and location are set forth in the table below.

Project Information	
Project Sponsor:	Talisman Energy USA Inc.
Approval Type:	Surface Water Withdrawal
Original Docket No.:	20090327
Authorized Water Use Purpose:	Hydrocarbon Development and Related Incidental Uses
Municipality:	West Burlington Township
County:	Bradford County
State:	Pennsylvania

Section 3. Source Information

Information concerning the source of water from which the withdrawal will be made is set forth in the table below.

Source Information	
Approved Source:	Sugar Creek
Subbasin:	Middle Susquehanna
Watershed Boundary Dataset (WBD):	0205010601 (Sugar Creek)
Water Use Designation:	Trout Stocked Fishery (TSF)
Withdrawal Location (degrees):	Lat: 41.759986 N Long: 76.674279 W
Site Flow Statistics (cfs):	Q7-10 = 1.2; Average Daily Flow = 129
Drainage Area (square miles):	94.5
Aquatic Resource Class*:	3
Special Flow Protection Required:	Yes
cfs – cubic feet per second	
*Refer to Commission Policy No. 2012-01 (Low Flow Protection Policy Related to Withdrawal Approvals)	

Section 4. Approved Withdrawal Quantities and Limitations

The withdrawal approved hereunder is subject to the quantitative limits and restrictions set forth in the table below.

Approved Withdrawal Quantities and Limitations	
Peak Day Withdrawal Amount (mgd):	0.750 (Not to Exceed, When Available)
Maximum Instantaneous Withdrawal Rate (gpm):	1,000 (Not to Exceed)
Flow Protection Type:	Seasonal passby expressed as monthly values
Method for Flow Protection:	Off-site monitoring of USGS Real-Time Gage 01531325; Sugar Creek at West Burlington, Pennsylvania

Approved Withdrawal Quantities and Limitations (continued)		
Passby Schedule:		
<i>Month</i>	<i>On-Site Flow Protection Rate (cfs)</i>	<i>Off-Site Flow Protection Threshold (cfs)</i>
January	30.8	34
February	32.5	35
March	73.4	76
April	85.9	89
May	45.7	48
June	15.8	19
July	8.8	12
August	9.7	12
September	9.7	12
October	9.2	12
November	21.1	24
December	34.7	37
mgd – million gallons per day gpm – gallons per minute		USGS – U.S. Geological Survey -- – No special flow protection required

The withdrawal is also subject to all other conditions set forth in this docket approval.

Section 5. Standard Conditions

1. The project sponsor shall comply with all Commission regulations, including metering and reporting requirements contained in Commission Regulation 18 CFR §806.30. This project is subject to the annual compliance and monitoring fee as specified in the Commission’s Regulatory Program Fee Schedule, which may be modified over the term of the approval.

2. The project sponsor shall adhere to the metering plan reviewed and approved by Commission staff. Any modifications proposed for the metering plan shall be submitted for review and approval by Commission staff in accordance with Commission Regulation 18 CFR §806.30. Modifications shall not be made until the project sponsor receives written approval of the amended plan.

3. The project sponsor shall maintain metering on the withdrawal in accordance with Commission Regulation 18 CFR §806.30.

4. The project sponsor shall maintain the totalizing meter and other measuring devices, accurate to within five (5) percent, so as to provide an accurate record of withdrawals, and certify to the Commission once every two (2) years, or as otherwise requested, the accuracy of all measuring devices and methods to within five (5) percent of actual flow.

5. The project sponsor shall adhere to the intake design reviewed and approved by Commission staff, and shall obtain necessary general or individual permits from the jurisdictional permitting agency. Any modifications proposed by the project sponsor for the permitted intake structure shall be submitted for review and approval by Commission staff in accordance with Commission Regulations 18 CFR §806.21 and §806.23 prior to undertaking such modification(s).

6. The project sponsor or any other person representing the project sponsor shall allow authorized employees or agents of the Commission, without advance notice, at any reasonable time and upon presentation of appropriate credentials, and without delay, to have access to and to inspect all areas where the project is being constructed, operated, or maintained, or otherwise exercise all investigative powers authorized under Commission Regulation 18 CFR §808.12.

7. The project sponsor shall keep daily records of the project's withdrawal and shall report the data to the Commission quarterly, and as otherwise required, in the form and manner as prescribed by Commission staff. Quarterly monitoring reports shall be submitted on-line and are due within thirty (30) days after the close of the preceding quarter. Any alternative measuring, monitoring, or accounting procedure requested by the project sponsor shall be submitted for review and, if appropriate, approved by Commission staff prior to implementing or modifying existing equipment or procedures.

8. Within sixty (60) days from notice of this approval, the project sponsor shall post a sign that meets Commission specifications and displays required project description information. Such sign shall be posted at the point of entry or access to the project facility from a public right-of-way. If there is any restriction to access at such point that would prevent an interested person from legibly viewing such sign, then the project sponsor shall post the sign at the nearest location to such point, along the route of ingress and egress to same, where an interested person would have unrestricted access to legibly view such sign. The project description shall identify the project sponsor, project name, docket approval number, and conditions of the surface water withdrawal approval including modified quantity, rate and passby flow requirement, docket expiration date, and contact information for the project sponsor and the Commission. The sign shall be maintained for the duration of the approval. The project sponsor shall submit digital photographs as proof of sign installation.

9. The project sponsor shall comply with the water conservation requirements specified in Commission Regulation 18 CFR §806.25(b).

10. This approval is conditional on the project sponsor maintaining legal access to the withdrawal location for the duration of the approval.

11. The project sponsor shall register with the appropriate agency all surface water sources described herein, as may be required by regulations of the member jurisdiction.

12. If the project sponsor fails to comply with the provisions of the Susquehanna River Basin Compact or any rule, regulation, or order of the Commission, or any term or condition of

this docket, the project sponsor is subject to enforcement actions pursuant to Commission Regulation 18 CFR §808.

13. Commission approval shall not be construed to exempt the project sponsor from obtaining all necessary permits and/or approvals required for the project from other federal, state, or local government agencies having jurisdiction over the project. The Commission reserves the right to modify, suspend, or revoke this action if the project sponsor fails to obtain or maintain such approvals.

14. The Commission reserves the right to reopen any project docket or issue such additional orders, as may be necessary, to mitigate or avoid adverse impacts or otherwise to protect public health, safety, welfare, or the environment, pursuant to Commission Regulation 18 CFR §806.32.

15. Commission approval confers no property rights upon the project sponsor. The securing of all rights necessary and incident to the project sponsor's development and operation of the project shall be the sole and exclusive responsibility of the project sponsor, and this approval shall be subject thereto.

16. This project is approved for inclusion in the Commission's Comprehensive Plan for the Water Resources of the Susquehanna River Basin.

17. In accordance with Commission Regulation 18 CFR §806.31(d), if the project is discontinued for such a time and under such circumstances that an abandonment of the project may be reasonably inferred, the Commission may rescind the approval of the project unless a renewal is requested by the project sponsor and approved by the Commission.

18. Should the project's anticipated withdrawals be expected to exceed the amounts listed herein, the project sponsor is required to make application for modification to this approval.

19. This approval is effective until March 20, 2017. As specified in Commission Regulation 18 CFR §806.31(e), if the project sponsor submits an application on or before September 20, 2016, the project sponsor may continue operation of this project pursuant to the terms and conditions of this approval until such time as the Commission acts on such application, or until otherwise notified by the Executive Director.

Section 6. Special Conditions

20. Effective upon notice of this approval, the project sponsor shall cease all withdrawals from the approved source when streamflow, as measured at the U.S. Geological Survey stream gage specified in Section 4, is less than the applicable flow protection threshold specified in Section 4, and shall not reinstate withdrawals until the streamflow exceeds such flow protection threshold. The project sponsor shall keep daily records of the U.S. Geological Survey stream gage and shall report the data to the Commission, as required. The project sponsor may propose alternative flow monitoring to the Commission for staff review and, if acceptable, approval.

21. Except as authorized pursuant to Special Condition 23, the project sponsor shall only supply water for use in hydrocarbon development to persons who have properly registered this approval pursuant to Commission Regulation 18 CFR §806.22(f)(12).

22. The project sponsor shall keep daily records, and shall report the same to the Commission upon request, of all persons supplied water from the project for use in hydrocarbon development, including daily quantities supplied. The project sponsor also shall keep daily records, and shall report the same to the Commission upon request, of all persons supplied water from the project for uses other than hydrocarbon development authorized pursuant to Special Condition 23, including daily quantities supplied.

23. Prior to supplying water for any use not authorized pursuant to Section 2 of this approval, the project sponsor shall first submit a request for determination of authorized use to the Executive Director. The project sponsor shall not supply water for such use unless and until such authorization is granted, and pursuant to any supplemental terms and conditions contained in such approval.

24. The project sponsor shall demonstrate to the satisfaction of the Commission that all water withdrawn from surface water sources, while under control of or on a facility owned or operated by the project sponsor, is transported, stored, injected into a well, or discharged with appropriate controls and treatment to prevent the spread of aquatic nuisance species.

25. This approval is contingent on continued operation of the U.S. Geological Survey gage identified in Section 4. Should the U.S. Geological Survey discontinue real-time service of the gage, the project sponsor shall immediately cease operation of the project and seek a determination from the Executive Director regarding a substitute reference gage or modification, or both, to this approval.

CERTIFICATION: I, Stephanie L. Richardson, Secretary to the Susquehanna River Basin Commission, do hereby certify that the foregoing project docket was approved by the Susquehanna River Basin Commission on March 21, 2013.

Dated: March 22, 2013


Stephanie L. Richardson



SUSQUEHANNA RIVER BASIN COMMISSION

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Docket No. 20130311

Approval Date: March 21, 2013

TALISMAN ENERGY USA INC.

**Surface Water Withdrawal (Peak Day) of up to 1.000 mgd
from Towanda Creek**

Section 1. Approval

After review of the record, including the technical findings of Susquehanna River Basin Commission (Commission) staff, the Commission has determined that no adverse impacts are anticipated by the operation of this project, and that the project is physically feasible, does not conflict with or adversely affect the Commission's Comprehensive Plan, and does not adversely influence the present or future use and development of the water resources of the basin. Accordingly, the Commission hereby approves renewal of the project described herein in accordance with the conditions set forth below.

This approval is a renewal of Commission Docket No. 20081210 that was approved December 4, 2008, and modified September 10, 2009, as Commission Docket No. 20081210-1, imposing a peak day withdrawal rate of 2.000 million gallons per day (mgd) and special flow protection requirements. The project sponsor has not requested any changes to the conditions of the approval. In consideration of the reasonably foreseeable need for water, as demonstrated by historic usage of the source and development plans presented by the project sponsor, Commission staff recommended that the approved peak day withdrawal rate be reduced to 1.000 mgd, herein referred to as the modified rate. Commission staff also recommended that the special flow protection requirements be modified to reflect current policy.

Commission staff has coordinated with the Pennsylvania Department of Environmental Protection (PADEP), the Department of Conservation and Natural Resources (DCNR), and the Pennsylvania Fish and Boat Commission (PFBC) during review of this project.

Section 2. Project Information

Information concerning the project sponsor, water use type, and location are set forth in the table below.

Project Information	
Project Sponsor:	Talisman Energy USA Inc.
Approval Type:	Surface Water Withdrawal
Original Docket No.:	20081210
Authorized Water Use Purpose:	Hydrocarbon Development and Related Incidental Uses
Municipality:	Franklin Township
County:	Bradford County
State:	Pennsylvania

Section 3. Source Information

Information concerning the source of water from which the withdrawal will be made is set forth in the table below.

Source Information	
Approved Source:	Towanda Creek
Subbasin:	Middle Susquehanna
Watershed Boundary Dataset (WBD):	0205010603 (Towanda Creek)
Water Use Designation:	Trout Stocked Fishery (TSF)
Withdrawal Location (degrees):	Lat: 41.697968 N Long: 76.576991 W
Site Flow Statistics (cfs):	Q7-10 = 1.5; Average Daily Flow = 152
Drainage Area (square miles):	112
Aquatic Resource Class*:	3
Special Flow Protection Required:	Yes
cfs – cubic feet per second	
*Refer to Commission Policy No. 2012-01 (Low Flow Protection Policy Related to Withdrawal Approvals)	

Section 4. Approved Withdrawal Quantities and Limitations

The withdrawal approved hereunder is subject to the quantitative limits and restrictions set forth in the table below.

Approved Withdrawal Quantities and Limitations	
Peak Day Withdrawal Amount (mgd):	1.000 (Not to Exceed, When Available)
Maximum Instantaneous Withdrawal Rate (gpm):	1,000 (Not to Exceed)
Flow Protection Type:	Seasonal passby expressed as monthly values
Method for Flow Protection:	Off-site monitoring of USGS Real-Time Gage 01531908; Towanda Creek near Franklindale, Pennsylvania

Approved Withdrawal Quantities and Limitations (continued)		
Passby Schedule:		
<i>Month</i>	<i>On-Site Flow Protection Rate (cfs)</i>	<i>Off-Site Flow Protection Threshold (cfs)</i>
January	36.6	39
February	38.7	41
March	87.2	90
April	102	105
May	54.3	57
June	18.8	22
July	8.9	12
August	8.9	12
September	9.4	12
October	9.4	12
November	25.1	28
December	41.3	44
mgd – million gallons per day gpm – gallons per minute		USGS – U.S. Geological Survey -- – No special flow protection required

The withdrawal is also subject to all other conditions set forth in this docket approval.

Section 5. Standard Conditions

1. The project sponsor shall comply with all Commission regulations, including metering and reporting requirements contained in Commission Regulation 18 CFR §806.30. This project is subject to the annual compliance and monitoring fee as specified in the Commission’s Regulatory Program Fee Schedule, which may be modified over the term of the approval.

2. The project sponsor shall adhere to the metering plan reviewed and approved by Commission staff. Any modifications proposed for the metering plan shall be submitted for review and approval by Commission staff in accordance with Commission Regulation 18 CFR §806.30. Modifications shall not be made until the project sponsor receives written approval of the amended plan.

3. The project sponsor shall maintain metering on the withdrawal in accordance with Commission Regulation 18 CFR §806.30.

4. The project sponsor shall maintain the totalizing meter and other measuring devices, accurate to within five (5) percent, so as to provide an accurate record of withdrawals, and certify to the Commission once every two (2) years, or as otherwise requested, the accuracy of all measuring devices and methods to within five (5) percent of actual flow.

5. The project sponsor shall adhere to the intake design reviewed and approved by Commission staff, and shall obtain necessary general or individual permits from the jurisdictional permitting agency. Any modifications proposed by the project sponsor for the permitted intake structure shall be submitted for review and approval by Commission staff in accordance with Commission Regulations 18 CFR §806.21 and §806.23 prior to undertaking such modification(s).

6. The project sponsor or any other person representing the project sponsor shall allow authorized employees or agents of the Commission, without advance notice, at any reasonable time and upon presentation of appropriate credentials, and without delay, to have access to and to inspect all areas where the project is being constructed, operated, or maintained, or otherwise exercise all investigative powers authorized under Commission Regulation 18 CFR §808.12.

7. The project sponsor shall keep daily records of the project's withdrawal and shall report the data to the Commission quarterly, and as otherwise required, in the form and manner as prescribed by Commission staff. Quarterly monitoring reports shall be submitted on-line and are due within thirty (30) days after the close of the preceding quarter. Any alternative measuring, monitoring, or accounting procedure requested by the project sponsor shall be submitted for review and, if appropriate, approved by Commission staff prior to implementing or modifying existing equipment or procedures.

8. Within sixty (60) days from notice of this approval, the project sponsor shall post a sign that meets Commission specifications and displays required project description information. Such sign shall be posted at the point of entry or access to the project facility from a public right-of-way. If there is any restriction to access at such point that would prevent an interested person from legibly viewing such sign, then the project sponsor shall post the sign at the nearest location to such point, along the route of ingress and egress to same, where an interested person would have unrestricted access to legibly view such sign. The project description shall identify the project sponsor, project name, docket approval number, and conditions of the surface water withdrawal approval including modified quantity, rate and passby flow requirement, docket expiration date, and contact information for the project sponsor and the Commission. The sign shall be maintained for the duration of the approval. The project sponsor shall submit digital photographs as proof of sign installation.

9. The project sponsor shall comply with the water conservation requirements specified in Commission Regulation 18 CFR §806.25(b).

10. This approval is conditional on the project sponsor maintaining legal access to the withdrawal location for the duration of the approval.

11. The project sponsor shall register with the appropriate agency all surface water sources described herein, as may be required by regulations of the member jurisdiction.

12. If the project sponsor fails to comply with the provisions of the Susquehanna River Basin Compact or any rule, regulation, or order of the Commission, or any term or condition of

this docket, the project sponsor is subject to enforcement actions pursuant to Commission Regulation 18 CFR §808.

13. Commission approval shall not be construed to exempt the project sponsor from obtaining all necessary permits and/or approvals required for the project from other federal, state, or local government agencies having jurisdiction over the project. The Commission reserves the right to modify, suspend, or revoke this action if the project sponsor fails to obtain or maintain such approvals.

14. The Commission reserves the right to reopen any project docket or issue such additional orders, as may be necessary, to mitigate or avoid adverse impacts or otherwise to protect public health, safety, welfare, or the environment, pursuant to Commission Regulation 18 CFR §806.32.

15. Commission approval confers no property rights upon the project sponsor. The securing of all rights necessary and incident to the project sponsor's development and operation of the project shall be the sole and exclusive responsibility of the project sponsor, and this approval shall be subject thereto.

16. This project is approved for inclusion in the Commission's Comprehensive Plan for the Water Resources of the Susquehanna River Basin.

17. In accordance with Commission Regulation 18 CFR §806.31(d), if the project is discontinued for such a time and under such circumstances that an abandonment of the project may be reasonably inferred, the Commission may rescind the approval of the project unless a renewal is requested by the project sponsor and approved by the Commission.

18. Should the project's anticipated withdrawals be expected to exceed the amounts listed herein, the project sponsor is required to make application for modification to this approval.

19. This approval is effective until March 20, 2017. As specified in Commission Regulation 18 CFR §806.31(e), if the project sponsor submits an application on or before September 20, 2016, the project sponsor may continue operation of this project pursuant to the terms and conditions of this approval until such time as the Commission acts on such application, or until otherwise notified by the Executive Director.

Section 6. Special Conditions

20. Effective upon notice of this approval, the project sponsor shall cease all withdrawals from the approved source when streamflow, as measured at the U.S. Geological Survey stream gage specified in Section 4, is less than the applicable flow protection threshold specified in Section 4, and shall not reinstate withdrawals until the streamflow exceeds such flow protection threshold. The project sponsor shall keep daily records of the U.S. Geological Survey stream gage and shall report the data to the Commission, as required. The project sponsor may propose alternative flow monitoring to the Commission for staff review and, if acceptable, approval.

21. Except as authorized pursuant to Special Condition 23, the project sponsor shall only supply water for use in hydrocarbon development to persons who have properly registered this approval pursuant to Commission Regulation 18 CFR §806.22(f)(12).

22. The project sponsor shall keep daily records, and shall report the same to the Commission upon request, of all persons supplied water from the project for use in hydrocarbon development, including daily quantities supplied. The project sponsor also shall keep daily records, and shall report the same to the Commission upon request, of all persons supplied water from the project for uses other than hydrocarbon development authorized pursuant to Special Condition 23, including daily quantities supplied.

23. Prior to supplying water for any use not authorized pursuant to Section 2 of this approval, the project sponsor shall first submit a request for determination of authorized use to the Executive Director. The project sponsor shall not supply water for such use unless and until such authorization is granted, and pursuant to any supplemental terms and conditions contained in such approval.

24. The project sponsor shall demonstrate to the satisfaction of the Commission that all water withdrawn from surface water sources, while under control of or on a facility owned or operated by the project sponsor, is transported, stored, injected into a well, or discharged with appropriate controls and treatment to prevent the spread of aquatic nuisance species.

25. This approval is contingent on continued operation of the U.S. Geological Survey gage identified in Section 4. Should the U.S. Geological Survey discontinue real-time service of the gage, the project sponsor shall immediately cease operation of the project and seek a determination from the Executive Director regarding a substitute reference gage or modification, or both, to this approval.

CERTIFICATION: I, Stephanie L. Richardson, Secretary to the Susquehanna River Basin Commission, do hereby certify that the foregoing project docket was approved by the Susquehanna River Basin Commission on March 21, 2013.

Dated: March 22, 2013


Stephanie L. Richardson



SUSQUEHANNA RIVER BASIN COMMISSION

Exhibit B15

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Docket No. 20080616-1

Approval Date: June 12, 2008

Modification Date: March 21, 2013

TITANIUM METALS CORPORATION (TIMET)

**Consumptive Water Use (Peak Day) of up to 0.177 mgd
from Well 1, Public Water Supply, and Collected Stormwater**

Section 1. Approval

After review of the record, including the technical findings of Susquehanna River Basin Commission (Commission) staff, the Commission has determined that no adverse impacts are anticipated by the operation of this project, and that the project is physically feasible, does not conflict with or adversely affect the Commission's Comprehensive Plan, and does not adversely influence the present or future use and development of the water resources of the basin. Accordingly, the Commission hereby approves the modification of the project described herein in accordance with the conditions set forth below.

On June 12, 2008, the Commission approved Docket No. 20080616 authorizing the consumptive water use of 0.133 million gallons per day (mgd) from an on-site well (Well 1) and a connection with the Caernarvon Township Authority (CTA). The withdrawal from Well 1 was approved at a rate of 0.099 mgd (30-day average) on June 18, 2009, under Commission Docket No. 20090629. The project sponsor has requested a modification to Commission Docket No. 20080616 to increase approval for consumptive water use by an additional 0.044 mgd, to a maximum total consumptive water use of 0.177 mgd. The project sponsor has also requested authorization for the use of two additional sources of water: stormwater collected on-site and blow-off (unfinished) water from CTA Well 8. CTA has made application to the Pennsylvania Department of Environmental Protection (PADEP) for a modification to their public water supply permit for redirecting Well 8 blow-off directly into the TIMET pump house. The CTA application is pending.

Commission staff has coordinated with PADEP and the Pennsylvania Fish and Boat Commission (PFBC) during review of this project.

Section 2. Project Information

Information concerning the project sponsor, water use type, and location are set forth in the table below.

Project Information	
Project Sponsor:	Titanium Metals Corporation (TIMET)
Approval Type:	Consumptive Water Use
Authorized Water Use Purpose:	Titanium Refining Processes
Municipality:	Caernarvon Township
County:	Berks County
State:	Pennsylvania

Section 3. Approved Consumptive Water Use Quantities and Limitations

The consumptive water use approved hereunder is subject to the quantitative limits and restrictions set forth in the table below.

Approved Consumptive Water Use Quantities and Limitations	
Sources for Project Consumptive Water Use:	<ol style="list-style-type: none"> 1. Well 1 2. Caernarvon Township Authority – Service Connection 3. Caernarvon Township Authority – Well 8 Blow-Off (unfinished) Water 4. Collected Stormwater (not to exceed 0.100 mgd; 30-day average)
Peak Day Consumptive Water Use Amount (mgd):	0.177 (Not to Exceed)
Project Consumptive Water Uses:	Titanium Refining Processes
Consumptive Water Use Mitigation Type:	Payment of consumptive use mitigation fee

The consumptive use of water is also subject to all other conditions set forth in this docket approval.

Section 4. Existing Approved Withdrawals

Quantities applicable to the existing approved withdrawals are listed in the table below.

Existing Approved Withdrawals			
Source	30-Day Average Withdrawal (mgd)	Commission Docket No.	Docket Expiration Date
Well 1	0.099	20090629	June 18, 2024

Section 5. Standard Conditions

1. The project sponsor shall comply with all Commission regulations, including metering and reporting requirements contained in Commission Regulation 18 CFR §806.30. This project is subject to the annual compliance and monitoring fee as specified in the

Commission's Regulatory Program Fee Schedule, which may be modified over the term of the approval.

2. Within sixty (60) days from the date of this approval, the project sponsor shall submit a metering plan to the Commission for review and approval by Commission staff that accounts for all withdrawals and consumptive use. The consumptive use of collected stormwater or CTA Well 8 blow-off water shall not commence until Commission staff has approved the implementation of the approved metering plan and notified the project sponsor of such approval, in writing.

3. The project sponsor shall maintain the totalizing meter and other measuring devices, accurate to within five (5) percent, so as to provide an accurate record of withdrawals, consumptive water use, and certify to the Commission once every five (5) years, or as otherwise requested, the accuracy of all measuring devices and methods to within five (5) percent of actual flow.

4. Within ninety (90) days from the date of this approval, the project sponsor shall submit a plan to Commission staff for review and approval for the implementation of a groundwater elevation monitoring program in accordance with Commission Regulation 18 CFR §806.30(a)(4). The plan shall include proposed methods for the daily measurement and recording of groundwater elevations in the TIMET groundwater source listed in Section 4. Following approval, the project sponsor shall execute the plan and complete installation of water level monitoring equipment in accordance with the approved schedule. The project sponsor shall notify the Commission, in writing, and submit digital photographs of the water level monitoring equipment when it has been installed and certify the accuracy of the measuring devices. The project sponsor shall notify the Commission when the monitoring plan has been fully implemented. Thereafter, the groundwater elevation data shall be reported to the Commission quarterly, and as otherwise required. Quarterly monitoring reports shall be submitted on-line and are due within thirty (30) days after the close of the preceding quarter.

5. The project sponsor or any other person representing the project sponsor shall allow authorized employees or agents of the Commission, without advance notice, at any reasonable time and upon presentation of appropriate credentials, and without delay, to have access to and to inspect all areas where the project is being constructed, operated, or maintained, or otherwise exercise all investigative powers authorized under Commission Regulation 18 CFR §808.12.

6. The project sponsor shall keep daily records of the project's withdrawals and shall report the data to the Commission quarterly, and as otherwise required, in the form and manner as prescribed by Commission staff. Quarterly monitoring reports shall be submitted on-line and are due within thirty (30) days after the close of the preceding quarter. Any alternative measuring, monitoring, or accounting procedure requested by the project sponsor shall be submitted for review and, if appropriate, approved by Commission staff prior to implementing or modifying existing equipment or procedures.

7. The project sponsor shall keep daily records of the project's consumptive water use and shall report the data to the Commission quarterly, and as otherwise required, in the form and

manner as prescribed by Commission staff. Quarterly monitoring reports shall be submitted on-line and are due within thirty (30) days after the close of the preceding quarter. Any alternative measuring, monitoring, or accounting procedure requested by the project sponsor shall be submitted for review and, if appropriate, approved by Commission staff, in writing, prior to implementing or modifying existing equipment or procedures.

8. The project's consumptive water use as calculated above is subject to water mitigation requirements, as per Commission Regulation 18 CFR §806.22(b). To satisfy the Commission's current compensation requirements for consumptive water use, the project sponsor shall make quarterly payments to the Commission at the rate specified in the effective Regulatory Program Fee Schedule, as modified from time to time by the Commission. Payments shall be made quarterly and shall be calculated by applying this rate to the total amount of water consumptively used by the project during the preceding calendar quarter. Quarterly payments are due and payable within thirty (30) days after the close of the preceding quarter. The rate of payment, after appropriate notice to consumptive users of water using this method of compliance, is subject to change at the Commission's discretion.

9. The project sponsor shall comply with the water conservation requirements specified in Commission Regulation 18 CFR §806.25(b).

10. This approval is conditional on the project sponsor maintaining legal access to the withdrawal location for the duration of the approval.

11. The project sponsor shall register with the appropriate agency all surface water and groundwater sources described herein, as may be required by regulations of the member jurisdiction.

12. If the project sponsor fails to comply with the provisions of the Susquehanna River Basin Compact or any rule, regulation, or order of the Commission, or any term or condition of this docket, the project sponsor is subject to enforcement actions pursuant to Commission Regulation 18 CFR §808.

13. Commission approval shall not be construed to exempt the project sponsor from obtaining all necessary permits and/or approvals required for the project from other federal, state, or local government agencies having jurisdiction over the project. All such permits and/or approvals shall be obtained prior to the withdrawal of water. The Commission reserves the right to modify, suspend, or revoke this action if the project sponsor fails to obtain or maintain such approvals.

14. The Commission reserves the right to reopen any project docket or issue such additional orders, as may be necessary, to mitigate or avoid adverse impacts or otherwise to protect public health, safety, welfare, or the environment, pursuant to Commission Regulation 18 CFR §806.32.

15. Commission approval confers no property rights upon the project sponsor. The securing of all rights necessary and incident to the project sponsor's development and operation

of the project shall be the sole and exclusive responsibility of the project sponsor, and this approval shall be subject thereto.

16. This project is approved for inclusion in the Commission's Comprehensive Plan for the Water Resources of the Susquehanna River Basin.

17. As provided in Commission Regulation 18 CFR §806.31(d), if the project is discontinued for such a time and under such circumstances that an abandonment of the project may be reasonably inferred, the Commission may rescind the approval of the project unless a renewal is requested by the project sponsor and approved by the Commission.

18. Should the project's anticipated withdrawals or consumptive uses be expected to exceed the amounts listed herein, the project sponsor is required to make application for modification to this approval.

19. This modified approval is effective until June 12, 2023, the term of the prior docket approval. As specified in Commission Regulation 18 CFR §806.31(e), if the project sponsor submits an application on or before December 12, 2022, the project sponsor may continue operation of this project pursuant to the terms and conditions of this approval until such time as the Commission acts on such application, or until otherwise notified by the Executive Director.

Section 6. Special Conditions

20. Should the project's consumptive use from collected stormwater exceed 0.100 mgd (30-day average), the project sponsor is required to make application for a surface water withdrawal.

21. CTA has made application to PADEP for a modification to their public water supply permit for redirecting Well 8 blow-off directly into the TIMET pump house. The CTA application is pending. Consumptive use by the project sponsor of blow-off water from Well 8 is contingent upon PADEP approval of the CTA permit modification.

22. All other conditions in Commission Docket No. 20080616 not inconsistent herewith shall remain effective.

CERTIFICATION: I, Stephanie L. Richardson, Secretary to the Susquehanna River Basin Commission, do hereby certify that the foregoing project docket was approved by the Susquehanna River Basin Commission on March 21, 2013.

Dated: March 22, 2013


Stephanie L. Richardson



SUSQUEHANNA RIVER BASIN COMMISSION

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Docket No. 20130312**Approval Date: March 21, 2013****ULTRA RESOURCES, INC.****Surface Water Withdrawal (Peak Day) of up to 0.217 mgd
from the Cowanesque River****Section 1. Approval**

After review of the record, including the technical findings of Susquehanna River Basin Commission (Commission) staff, the Commission has determined that no adverse impacts are anticipated by the operation of this project, and that the project is physically feasible, does not conflict with or adversely affect the Commission's Comprehensive Plan, and does not adversely influence the present or future use and development of the water resources of the basin. Accordingly, the Commission hereby approves renewal of the project described herein in accordance with the conditions set forth below.

This approval is a renewal of Commission Docket No. 20081229 that was approved December 4, 2008. The project sponsor has not requested, and Commission staff did not recommend, any changes to the withdrawal quantities approved in Commission Docket No. 20081229. Commission staff recommended that special flow protection requirements be incorporated into this renewal to reflect current policy.

Commission staff has coordinated with the Pennsylvania Department of Environmental Protection (PADEP), the Department of Conservation and Natural Resources (DCNR), and the Pennsylvania Fish and Boat Commission (PFBC) during review of this project.

Section 2. Project Information

Information concerning the project sponsor, water use type, and location are set forth in the table below.

Project Information	
Project Sponsor:	Ultra Resources, Inc.
Approval Type:	Surface Water Withdrawal
Original Docket No.:	20081229
Authorized Water Use Purpose:	Hydrocarbon Development and Related Incidental Uses
Municipality:	Deerfield Township
County:	Tioga County
State:	Pennsylvania

Section 3. Source Information

Information concerning the source of water from which the withdrawal will be made is set forth in the table below.

Source Information	
Approved Source:	Cowanesque River
Subbasin:	Chemung
Watershed Boundary Dataset (WBD):	0205010408 (Cowanesque River)
Water Use Designation:	Warm Water Fishery (WWF)
Withdrawal Location (degrees):	Lat: 41.952205 N Long: 77.439857 W
Site Flow Statistics (cfs):	Q7-10 = 2.7; Average Daily Flow = 245
Drainage Area (square miles):	200
Aquatic Resource Class*:	4
Special Flow Protection Required:	Yes
cfs – cubic feet per second	
*Refer to Commission Policy No. 2012-01 (Low Flow Protection Policy Related to Withdrawal Approvals)	

Section 4. Approved Withdrawal Quantities and Limitations

The withdrawal approved hereunder is subject to the quantitative limits and restrictions set forth in the table below.

Approved Withdrawal Quantities and Limitations		
Peak Day Withdrawal Amount (mgd):	0.217 (Not to Exceed, When Available)	
Maximum Instantaneous Withdrawal Rate (gpm):	151 (Not to Exceed)	
Flow Protection Type:	Seasonal passby expressed as monthly values	
Method for Flow Protection:	Off-site monitoring of USGS Real-Time Gage 01518862; Cowanesque River at Westfield, Pennsylvania	
Passby Schedule:		
<i>Month</i>	<i>On-Site Flow Protection Rate (cfs)</i>	<i>Off-Site Flow Protection Threshold (cfs)</i>
January	44.2	21
February	59.6	28
March	139	64
April	--	--
May	55.2	26
June	21.5	9.9
July	9.9	4.7
August	6.2	3.0

Approved Withdrawal Quantities and Limitations (continued)		
<i>Month</i>	<i>On-Site Flow Protection Rate (cfs)</i>	<i>Off-Site Flow Protection Threshold (cfs)</i>
September	6.6	3.2
October	12.4	5.8
November	24.3	11
December	61.8	28
mgd – million gallons per day	USGS – U.S. Geological Survey	
gpm – gallons per minute	-- – No special flow protection required	

The withdrawal is also subject to all other conditions set forth in this docket approval.

Section 5. Standard Conditions

1. The project sponsor shall comply with all Commission regulations, including metering and reporting requirements contained in Commission Regulation 18 CFR §806.30. This project is subject to the annual compliance and monitoring fee as specified in the Commission’s Regulatory Program Fee Schedule, which may be modified over the term of the approval.

2. The project sponsor shall adhere to the metering plan reviewed and approved by Commission staff. Any modifications proposed for the metering plan shall be submitted for review and approval by Commission staff in accordance with Commission Regulation 18 CFR §806.30. Modifications shall not be made until the project sponsor receives written approval of the amended plan.

3. The project sponsor shall maintain metering on the withdrawal in accordance with Commission Regulation 18 CFR §806.30.

4. The project sponsor shall maintain the totalizing meter and other measuring devices, accurate to within five (5) percent, so as to provide an accurate record of withdrawals and certify to the Commission once every two (2) years, or as otherwise requested, the accuracy of all measuring devices and methods to within five (5) percent of actual flow.

5. The project sponsor shall adhere to the intake design reviewed and approved by Commission staff. Any modifications proposed by the project sponsor for the permitted intake structure shall be submitted for review and approval by Commission staff in accordance with Commission Regulations 18 CFR §806.21 and §806.23 prior to undertaking such modification(s).

6. The project sponsor or any other person representing the project sponsor shall allow authorized employees or agents of the Commission, without advance notice, at any reasonable time and upon presentation of appropriate credentials, and without delay, to have access to and to inspect all areas where the project is being constructed, operated, or maintained, or otherwise exercise all investigative powers authorized under Commission Regulation 18 CFR §808.12.

7. The project sponsor shall keep daily records of the project's withdrawal and shall report the data to the Commission quarterly, and as otherwise required, in the form and manner as prescribed by Commission staff. Quarterly monitoring reports shall be submitted on-line and are due within thirty (30) days after the close of the preceding quarter. Any alternative measuring, monitoring, or accounting procedure requested by the project sponsor shall be submitted for review and, if appropriate, approved by Commission staff prior to implementing or modifying existing equipment or procedures.

8. Within sixty (60) days of notice of this approval, the project sponsor shall post a sign that meets Commission specifications and displays required project description information. Such sign shall be posted at the point of entry or access to the project facility from a public right-of-way. If there is any restriction to access at such point that would prevent an interested person from legibly viewing such sign, then the project sponsor shall post the sign at the nearest location to such point, along the route of ingress and egress to same, where an interested person would have unrestricted access to legibly view such sign. The project description shall identify the project sponsor, project name, docket approval number, and conditions of the surface water withdrawal approval including quantity, rate and passby flow requirement, docket expiration date, and contact information for the project sponsor and the Commission. The sign shall be maintained for the duration of the approval. The project sponsor shall submit digital photographs as proof of sign installation.

9. The project sponsor shall comply with the water conservation requirements specified in Commission Regulation 18 CFR §806.25(b).

10. This approval is conditional on the project sponsor maintaining legal access to the withdrawal location for the duration of the approval.

11. The project sponsor shall register with the appropriate agency all surface water sources described herein, as may be required by regulations of the member jurisdiction.

12. If the project sponsor fails to comply with the provisions of the Susquehanna River Basin Compact or any rule, regulation, or order of the Commission, or any term or condition of this docket, the project sponsor is subject to enforcement actions pursuant to Commission Regulation 18 CFR §808.

13. Commission approval shall not be construed to exempt the project sponsor from obtaining all necessary permits and/or approvals required for the project from other federal, state, or local government agencies having jurisdiction over the project. The Commission reserves the right to modify, suspend, or revoke this action if the project sponsor fails to obtain or maintain such approvals.

14. The Commission reserves the right to reopen any project docket or issue such additional orders, as may be necessary, to mitigate or avoid adverse impacts or otherwise to protect public health, safety, welfare, or the environment, pursuant to Commission Regulation 18 CFR §806.32.

15. Commission approval confers no property rights upon the project sponsor. The securing of all rights necessary and incident to the project sponsor's development and operation of the project shall be the sole and exclusive responsibility of the project sponsor, and this approval shall be subject thereto.

16. This project is approved for inclusion in the Commission's Comprehensive Plan for the Water Resources of the Susquehanna River Basin.

17. In accordance with Commission Regulation 18 CFR §806.31(d), if the project is discontinued for such a time and under such circumstances that an abandonment of the project may be reasonably inferred, the Commission may rescind the approval of the project unless a renewal is requested by the project sponsor and approved by the Commission.

18. Should the project's anticipated withdrawals be expected to exceed the amounts listed herein, the project sponsor is required to make application for modification to this approval.

19. This approval is effective until March 20, 2017. As specified in Commission Regulation 18 CFR §806.31(e), if the project sponsor submits an application on or before September 20, 2016, the project sponsor may continue operation of this project pursuant to the terms and conditions of this approval until such time as the Commission acts on such application, or until otherwise notified by the Executive Director.

Section 6. Special Conditions

20. Effective upon notice of this approval, the project sponsor shall cease all withdrawals from the approved source when streamflow, as measured at the U.S. Geological Survey stream gage specified in Section 4, is less than the applicable flow protection threshold specified in Section 4, and shall not reinstate withdrawals until the streamflow exceeds such flow protection threshold. The project sponsor shall keep daily records of the U.S. Geological Survey stream gage and shall report the data to the Commission, as required. The project sponsor may propose alternative flow monitoring to the Commission for staff review and, if acceptable, approval.

21. Except as authorized pursuant to Special Condition 23, the project sponsor shall only supply water for use in hydrocarbon development to persons who have properly registered this approval pursuant to Commission Regulation 18 CFR §806.22(f)(12).

22. The project sponsor shall keep daily records, and shall report the same to the Commission upon request, of all persons supplied water from the project for use in hydrocarbon development, including daily quantities supplied. The project sponsor also shall keep daily records, and shall report the same to the Commission upon request, of all persons supplied water from the project for uses other than hydrocarbon development authorized pursuant to Special Condition 23, including daily quantities supplied.

23. Prior to supplying water for any use not authorized pursuant to Section 2 of this approval, the project sponsor shall first submit a request for determination of authorized use to

the Executive Director. The project sponsor shall not supply water for such use unless and until such authorization is granted, and pursuant to any supplemental terms and conditions contained in such approval.

24. The project sponsor shall demonstrate to the satisfaction of the Commission that all water withdrawn from surface water sources, while under control of or on a facility owned or operated by the project sponsor, is transported, stored, injected into a well, or discharged with appropriate controls and treatment to prevent the spread of aquatic nuisance species.

CERTIFICATION: I, Stephanie L. Richardson, Secretary to the Susquehanna River Basin Commission, do hereby certify that the foregoing project docket was approved by the Susquehanna River Basin Commission on March 21, 2013.

Dated: March 22, 2013


Stephanie L. Richardson



SUSQUEHANNA RIVER BASIN COMMISSION Exhibit B17

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Docket No. 20130313
Approval Date: March 21, 2013

ULTRA RESOURCES, INC.

**Surface Water Withdrawal (Peak Day) of up to 0.936 mgd
from Pine Creek**

Section 1. Approval

After review of the record, including the technical findings of Susquehanna River Basin Commission (Commission) staff, the Commission has determined that no adverse impacts are anticipated by the operation of this project, and that the project is physically feasible, does not conflict with or adversely affect the Commission's Comprehensive Plan, and does not adversely influence the present or future use and development of the water resources of the basin. Accordingly, the Commission hereby approves renewal of the project described herein in accordance with the conditions set forth below.

This approval is a renewal of Commission Docket No. 20090332 that was approved March 12, 2009, and modified December 16, 2010, as Commission Docket No. 20090332-1. The project sponsor has not requested, and Commission staff did not recommend, any changes to the withdrawal quantities approved in modified Commission Docket No. 20090332-1. Commission staff recommended that special flow protection requirements be incorporated into this renewal to reflect current policy.

Commission staff has coordinated with the Pennsylvania Department of Environmental Protection (PADEP), the Department of Conservation and Natural Resources (DCNR), and the Pennsylvania Fish and Boat Commission (PFBC) during review of this project.

Section 2. Project Information

Information concerning the project sponsor, water use type, and location are set forth in the table below.

Project Information	
Project Sponsor:	Ultra Resources, Inc.
Approval Type:	Surface Water Withdrawal
Original Docket No.:	20090332
Authorized Water Use Purpose:	Hydrocarbon Development and Related Incidental Uses
Municipality:	Pike Township
County:	Potter County
State:	Pennsylvania

Section 3. Source Information

Information concerning the source of water from which the withdrawal will be made is set forth in the table below.

Source Information	
Approved Source:	Pine Creek
Subbasin:	West Branch Susquehanna
Watershed Boundary Dataset (WBD):	0205020502 (Upper Pine Creek)
Water Use Designation:	Exceptional Value (EV)
Withdrawal Location (degrees):	Lat: 41.738473 N Long: 77.624672 W
Site Flow Statistics (cfs):	Q7-10 = 7.1; Average Daily Flow = 252
Drainage Area (square miles):	178
Aquatic Resource Class*:	3
Special Flow Protection Required:	Yes
cfs – cubic feet per second	
*Refer to Commission Policy No. 2012-01 (Low Flow Protection Policy Related to Withdrawal Approvals)	

Section 4. Approved Withdrawal Quantities and Limitations

The withdrawal approved hereunder is subject to the quantitative limits and restrictions set forth in the table below.

Approved Withdrawal Quantities and Limitations		
Peak Day Withdrawal Amount (mgd):	0.936 (Not to Exceed, When Available)	
Maximum Instantaneous Withdrawal Rate (gpm):	650 (Not to Exceed)	
Flow Protection Type:	Seasonal passby expressed as monthly values	
Method for Flow Protection:	Off-site monitoring of USGS Real-Time Gage 01548500; Pine Creek at Cedar Run, Pennsylvania	
Passby Schedule:		
<i>Month</i>	<i>On-Site Flow Protection Rate (cfs)</i>	<i>Off-Site Flow Protection Threshold (cfs)</i>
January	71	244
February	80	274
March	--	--
April	--	--
May	126	432
June	52	181
July	27.5	97
August	27.5	97

Approved Withdrawal Quantities and Limitations (continued)		
<i>Month</i>	<i>On-Site Flow Protection Rate (cfs)</i>	<i>Off-Site Flow Protection Threshold (cfs)</i>
September	27.5	97
October	27.5	97
November	34	120
December	85	294
mgd – million gallons per day	USGS – U.S. Geological Survey	
gpm – gallons per minute	-- – No special flow protection required	

The withdrawal is also subject to all other conditions set forth in this docket approval.

Section 5. Standard Conditions

1. The project sponsor shall comply with all Commission regulations, including metering and reporting requirements contained in Commission Regulation 18 CFR §806.30. This project is subject to the annual compliance and monitoring fee as specified in the Commission’s Regulatory Program Fee Schedule, which may be modified over the term of the approval.

2. The project sponsor shall adhere to the metering plan reviewed and approved by Commission staff. Any modifications proposed for the metering plan shall be submitted for review and approval by Commission staff in accordance with Commission Regulation 18 CFR §806.30. Modifications shall not be made until the project sponsor receives written approval of the amended plan.

3. The project sponsor shall maintain metering on the withdrawal in accordance with Commission Regulation 18 CFR §806.30.

4. The project sponsor shall maintain the totalizing meter and other measuring devices, accurate to within five (5) percent, so as to provide an accurate record of withdrawals, and certify to the Commission once every two (2) years, or as otherwise requested, the accuracy of all measuring devices and methods to within five (5) percent of actual flow.

5. The project sponsor shall adhere to the intake design reviewed and approved by Commission staff. Any modifications proposed by the project sponsor for the permitted intake structure shall be submitted for review and approval by Commission staff in accordance with Commission Regulations 18 CFR §806.21 and §806.23 prior to undertaking such modification(s).

6. The project sponsor or any other person representing the project sponsor shall allow authorized employees or agents of the Commission, without advance notice, at any reasonable time and upon presentation of appropriate credentials, and without delay, to have access to and to inspect all areas where the project is being constructed, operated, or maintained, or otherwise exercise all investigative powers authorized under Commission Regulation 18 CFR §808.12.

7. The project sponsor shall keep daily records of the project's withdrawal and shall report the data to the Commission quarterly, and as otherwise required, in the form and manner as prescribed by Commission staff. Quarterly monitoring reports shall be submitted on-line and are due within thirty (30) days after the close of the preceding quarter. Any alternative measuring, monitoring, or accounting procedure requested by the project sponsor shall be submitted for review and, if appropriate, approved by Commission staff prior to implementing or modifying existing equipment or procedures.

8. Within sixty (60) days from notice of this approval, the project sponsor shall post a sign that meets Commission specifications and displays required project description information. Such sign shall be posted at the point of entry or access to the project facility from a public right-of-way. If there is any restriction to access at such point that would prevent an interested person from legibly viewing such sign, then the project sponsor shall post the sign at the nearest location to such point, along the route of ingress and egress to same, where an interested person would have unrestricted access to legibly view such sign. The project description shall identify the project sponsor, project name, docket approval number, and conditions of the surface water withdrawal approval including quantity, rate and passby flow requirement, docket expiration date, and contact information for the project sponsor and the Commission. The sign shall be maintained for the duration of the approval. The project sponsor shall submit digital photographs as proof of sign installation.

9. The project sponsor shall comply with the water conservation requirements specified in Commission Regulation 18 CFR §806.25(b).

10. This approval is conditional on the project sponsor maintaining legal access to the withdrawal location for the duration of the approval.

11. The project sponsor shall register with the appropriate agency all surface water sources described herein, as may be required by regulations of the member jurisdiction.

12. If the project sponsor fails to comply with the provisions of the Susquehanna River Basin Compact or any rule, regulation, or order of the Commission, or any term or condition of this docket, the project sponsor is subject to enforcement actions pursuant to Commission Regulation 18 CFR §808.

13. Commission approval shall not be construed to exempt the project sponsor from obtaining all necessary permits and/or approvals required for the project from other federal, state, or local government agencies having jurisdiction over the project. The Commission reserves the right to modify, suspend, or revoke this action if the project sponsor fails to obtain or maintain such approvals.

14. The Commission reserves the right to reopen any project docket or issue such additional orders, as may be necessary, to mitigate or avoid adverse impacts or otherwise to protect public health, safety, welfare, or the environment, pursuant to Commission Regulation 18 CFR §806.32.

15. Commission approval confers no property rights upon the project sponsor. The securing of all rights necessary and incident to the project sponsor's development and operation of the project shall be the sole and exclusive responsibility of the project sponsor, and this approval shall be subject thereto.

16. This project is approved for inclusion in the Commission's Comprehensive Plan for the Water Resources of the Susquehanna River Basin.

17. In accordance with Commission Regulation 18 CFR §806.31(d), if the project is discontinued for such a time and under such circumstances that an abandonment of the project may be reasonably inferred, the Commission may rescind the approval of the project unless a renewal is requested by the project sponsor and approved by the Commission.

18. Should the project's anticipated withdrawals be expected to exceed the amounts listed herein, the project sponsor is required to make application for modification to this approval.

19. This approval is effective until March 20, 2017. As specified in Commission Regulation 18 CFR §806.31(e), if the project sponsor submits an application on or before September 20, 2016, the project sponsor may continue operation of this project pursuant to the terms and conditions of this approval until such time as the Commission acts on such application, or until otherwise notified by the Executive Director.

Section 6. Special Conditions

20. Effective upon notice of this approval, the project sponsor shall cease all withdrawals from the approved source when streamflow, as measured at the U.S. Geological Survey stream gage specified in Section 4, is less than the applicable flow protection threshold specified in Section 4, and shall not reinstate withdrawals until the streamflow has remained above such flow protection threshold for 48 hours. The project sponsor shall keep daily records of the U.S. Geological Survey stream gage and shall report the data to the Commission, as required. The project sponsor may propose alternative flow monitoring to the Commission for staff review and, if acceptable, approval.

21. Except as authorized pursuant to Special Condition 23, the project sponsor shall only supply water for use in hydrocarbon development to persons who have properly registered this approval pursuant to Commission Regulation 18 CFR §806.22(f)(12).

22. The project sponsor shall keep daily records, and shall report the same to the Commission upon request, of all persons supplied water from the project for use in hydrocarbon development, including daily quantities supplied. The project sponsor also shall keep daily records, and shall report the same to the Commission upon request, of all persons supplied water from the project for uses other than hydrocarbon development authorized pursuant to Special Condition 23, including daily quantities supplied.

23. Prior to supplying water for any use not authorized pursuant to Section 2 of this approval, the project sponsor shall first submit a request for determination of authorized use to the Executive Director. The project sponsor shall not supply water for such use unless and until such authorization is granted, and pursuant to any supplemental terms and conditions contained in such approval.

24. The project sponsor shall demonstrate to the satisfaction of the Commission that all water withdrawn from surface water sources, while under control of or on a facility owned or operated by the project sponsor, is transported, stored, injected into a well, or discharged with appropriate controls and treatment to prevent the spread of aquatic nuisance species.

CERTIFICATION: I, Stephanie L. Richardson, Secretary to the Susquehanna River Basin Commission, do hereby certify that the foregoing project docket was approved by the Susquehanna River Basin Commission on March 21, 2013.

Dated: March 22, 2013


Stephanie L. Richardson