CHESAPEAKE CORE VALUES

Integrity and trust
We will:
- Be truthful and ethical
- Acknowledge errors and hold ourselves accountable
- Do what we say we will do
We will not:
- Place personal gain above Chesapeake
- Mislead anyone regarding our business

Respect
We will:
- Value the opinions of our stakeholders
- Promote diversity of thoughts and ideas
- Protect our employees, stakeholders and the environment
We will not:
- Place hierarchy over our values
- Accept individual recognition for collective efforts

Transparency and open communication
We will:
- Be clear in our business strategies
- Share best practices
We will not:
- Exaggerate our performance
- Climb multiple learning curves

Commercial focus
We will:
- Be investment advisors
- Be stewards of corporate resources and the environment
- Take prudent risks, employing innovative ideas and technology
We will not:
- Be users of Chesapeake
- Take short-term risks that compromise long-term value

Change leadership
We will:
- Elevate innovative solutions
- Pursue continuous development and improvement
- Seek to deliver more than what is expected
We will not:
- Elevate problems without solutions
- Be satisfied with status quo
INTRODUCTION

At Chesapeake, our number one priority is to provide a safe work environment for our employees, contractors, landowners and the communities where we operate. We are committed to operating responsibly and living our core values of integrity, trust, transparency and stewardship of corporate resources and the environment.

As our partner, we urge you to embrace our safety culture, where safety, environmental stewardship and loss prevention are thoroughly integrated into all of our operations.

This manual outlines basic safety and environmental requirements that all contractors must follow when working on Chesapeake Work Sites. Please take extra time and precautions to be safe, and stop work if you believe conditions or practices may be unsafe or cause harm to the environment.

To create an incident-free work environment, every Chesapeake employee and contractor must accept individual and collective safety responsibility. Managing our business with integrity and trust will help us foster a culture that inspires environmental and safety excellence and will lead to ongoing growth and success.

Thank you,

Doug Lawler
President, Chief Executive Officer and Director

Brittany Benko
Vice President – Environmental, Health & Safety, and Regulatory
EHS Mission Statement

SAFE, Compliant, Responsible... Everyone, Everywhere, Every Day!
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This document is uncontrolled when printed.
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DEFINITIONS

Chesapeake Energy Corporation (CHK)
The use of Chesapeake Energy Corporation and the term “CHK” used throughout this handbook includes Chesapeake Energy Corporation and all affiliates.

CHK Management
A CHK director, manager, foreman, supervisor or representative who has the power, authority and responsibility to make decisions on behalf of CHK.

CHK Representative
CHK employee or contract consultant acting on behalf of CHK.

CHK Workplace
Any site, property, equipment, facility, location, activity, or project that is owned, operated, leased, controlled, supervised or accessed by CHK. CHK sites include, but are not limited to: construction, drilling, completion, production, compressor stations, easements, right-of-way, pipelines, gathering systems, storage facilities, meter stations, office buildings, warehouses and shops.

Competent Person
One who is capable of identifying existing and predictable hazards in the surroundings or working conditions which are unsanitary, hazardous, or dangerous to employees, and who has authorization to take prompt corrective measures to eliminate them.

Contractor/Subcontractor
Any company or individual that is under contract, sub-contract, or MSA and authorized to perform work or provide services at a CHK Workplace.

1.0 OVERVIEW

1.1 SCOPE
This Contractor EHS Handbook describes the minimum expectations for acceptable work activities of contractors, including suppliers that perform work at CHK workplaces.

1.2 GENERAL REQUIREMENTS
CHK’s general expectations and requirements for our contractors include:
• Contractors must be knowledgeable and abide by all applicable federal, state and local laws and regulations. National consensus standards and industry best practices should also be utilized where applicable (API, NFPA, ANZI, etc.).

• Contractors must be familiar with any environmental and/or safety permits for their work and comply with all permit conditions.

• All contractors performing work on CHK locations must have completed SafeLand, SafeGulf or RigPass Orientation.

• All contractors must complete the Chesapeake Contractor Orientation on an annual basis before performing work at a CHK workplace.

• Contractors are responsible for identifying and mitigating any potential hazards to their employees and their subcontractors, while working at a CHK workplace.

• Contractors are responsible for ensuring all of their employees working for CHK have received all necessary regulatory and job specific training for the tasks that they will perform.

• Contractors are responsible for conducting Personal Protective Equipment (PPE) hazard assessments to ensure their employees are protected with the proper PPE for the tasks being performed.

• Contractors must immediately report ALL incidents and near misses occurring at a CHK workplace to a CHK representative.

• Contractors are subject anytime to EHS inspections.

In addition to the above, the following CHK specific requirements outlined in this manual must be followed when performing work at all CHK workplaces.

1.3 ETHICS & INTEGRITY HELPLINE

CHK is committed to engaging communities, operating ethically, and continuing to meet or exceed the requirements of all applicable laws and regulations. To further this commitment, we provide the Ethics & Integrity Helpline for internal and external stakeholders to confidentially or anonymously report any unethical, illegal, or otherwise inappropriate behavior they observe.

Complaints or concerns can be reported in English or Spanish 24/7, 365 days a year via a toll free phone call or an external website. Please use this helpline to report any questionable behavior or a possible violation:

Phone: 1-877-245-8007
Secure Website: chkethics.com
1.4 GOOD NEIGHBOR POLICY

CHK and contractors have a shared responsibility to treat each operating area and its residents with respect. When working for CHK, contractors will respect the property and the rights of others as listed below.

- Minimizing surface disturbances.
- Complying with remediation and restoration requirements of government authorities having jurisdiction.
- Protecting the environment with reasonable measures.
- Practicing good housekeeping.
- Driving responsibly on public and private roads.

2.0 CHK SPECIFIC SAFETY REQUIREMENTS

In addition to the above, the following are CHK specific safety requirements that must be followed when performing work at all CHK workplaces.

2.1 STOP WORK AUTHORITY

It is a CHK policy that every person has the right and obligation to stop any task that is believed to be unsafe or that could lead to an adverse environmental impact. No worker or contractor will be penalized in any way for raising a legitimate concern, even if it is just to ask questions because they are unsure about an aspect of the operation.

STOP WORK AUTHORITY CAN BE EXERCISED BY ANYONE AT ANY TIME ON ANY LOCATION

It is not only a right, but an expectation to STOP hazardous situations!

2.2 GOOD CATCH INITIATIVE

A Good Catch is the identification of a hazardous situation or condition that poses a level of threat or risk to injury, health, property or environment. A Good Catch is submitted using the free TouchPoint Opinionmeter mobile app. Open with Credentials “Field Office Name_User” – example: Arkoma User and password: “Checklist@1”.
2.3 INCIDENT INVESTIGATIONS

Contractors must investigate all incidents with the objective of determining the cause(s) of the incident and implement appropriate corrective actions to prevent reoccurrence. Contractors shall supply a copy of their incident investigation report(s) and corrective actions to CHK in a timely manner.

2.4 ALCOHOL, DRUGS AND FIREARMS

Contractors are responsible for ensuring their employees are fit for duty and their performance is not impaired by the use of drugs, alcohol, or controlled substances. When on CHK property, all Contractors, Subcontractors and any other non-company personnel shall be subject to random on-site substance abuse testing by CHK.

The possession, use, being under the influence of, distribution, manufacture, sale or transportation of illegal drugs, including designer, synthetic, or prescription drugs without a valid prescription while on CHK property is prohibited. Violation of this policy will result in removal of the violator from CHK property.

The possession, use, or sale of any weapons, firearms, explosives or other hazardous material at any CHK workplace is strictly prohibited subject to local and state regulations. Any person, vehicle or device on a CHK property or job site is subject to an unannounced search.

2.5 SMOKING

Smoking (cigarettes, cigars, e-cigarettes, etc.) is only allowed in designated smoking areas while on CHK property. General designated smoking areas are at the entrance of locations unless otherwise communicated.

2.6 SHORT SERVICE EMPLOYEE (SSE)

The contractor shall have an SSE standard that distinguishes SSEs from experienced employees at CHK workplaces (e.g., green hard hat, stickers, etc.). The Contractor will assign a mentor and have a means to ensure job skill competencies before the SSE status is removed. An appropriate ratio of SSEs vs. experienced crewmembers shall be determined based on the risk of the job task.

2.7 HOUSEKEEPING

In order to prevent incidents caused by a cluttered and/or slippery work surface, and keep egress routes clear during an emergency, all work areas shall be kept clean and orderly.
• Solid waste such as cans, bottles, and other trash shall be placed in appropriate containers and removed from the job site.
• Oil contaminated waste shall be separated from general waste and disposed of according to regulations.
• Burying or burning of refuse is strictly prohibited.
• Floors and stairways must remain free of spills and tripping hazards at all times.
• All material, tools and equipment shall be properly secured, stacked, or chocked to prevent falling or rolling; stack material so it can be easily accessible.

2.8 ENVIRONMENTAL, HEALTH & SAFETY (EHS) MEETINGS

Contractors shall hold regular EHS meetings (e.g., shift starter/tool box meetings along with Job Safety Analysis) on a daily basis for the duration of the job and before returning to work after every safety or environmental incident. The purpose of these meetings is to inform all employees of the job scope, their roles in performing the work, the hazards associated with the job and what will be done to eliminate the hazards including prior lessons learned. Any hazardous aspect of the job must be communicated to all personnel performing work relating to that job.

EHS meetings are to be held before the start of any work not covered in a previous EHS meeting. All affected Contractors must be briefed by the contract supervisor or their delegate on the job to be completed and the safety and/or environmental aspects of that job prior to commencement of work. All EHS meetings are to be held by the Contractor with attendance documented. Contractors arriving after the initial EHS meeting shall report to the on-site supervisor and must be briefed on the current job status.

2.9 JOB SAFETY ANALYSIS (JSA)

A JSA is a tool used to identify potential hazards and the procedures that will be taken to mitigate risk while performing work at CHK workplaces. A JSA shall be conducted at the beginning of the job as part of the pre-job safety meeting and shall be attended by all affected personnel on a workplace, including any Simultaneous Operations (SIMOPS) being performed. It is the responsibility of the Contractor’s supervisor or their delegate to communicate the applicable items to ALL affected personnel on a workplace including those who arrive after the conclusion of the safety meeting.

2.10 EMERGENCY ACTION PLAN (EAP) AND FIRST AID

Contractors must have an EAP for the workplace for which their personnel are working. Contractors shall inform employees of evacuation routes and primary and alternate muster points.
Contractors that are designated to respond to an incident must be certified in First Aid / Cardiopulmonary Resuscitation (CPR).

In the event of an alarm or an emergency, all work shall cease immediately and all personnel are to evacuate to predetermined muster points. Contractors shall establish a method to maintain head counts to account for all personnel.

2.11 **VEHICLE SAFETY**

The following are CHK specific requirements for vehicle safety.

- Drivers are expected to minimize environmental impact and damage to property when operating a vehicle at CHK workplaces or lease roads.

- The speed limit at CHK workplaces is 10 mph unless otherwise posted. Drivers shall follow all other posted requirements while on CHK properties and lease roads.

- Drivers shall park their vehicle where the first movement will be forward.

- CHK strongly discourages any activity that could divert attention while driving at CHK workplaces and lease roads. If you must take or make a phone call, pull over and stop in a safe area.

The following steps shall be followed when backing truck and trailer combinations.

- When available, the driver shall use a spotter. All truck/trailer combinations should have a minimum of 2 spotters (1 front and 1 rear). Spotters must be aware of the hazards associated with the task.

- When a spotter is not available, the driver shall take necessary action to assure the intended path of travel is free of obstructions.

- When a vehicle has a trailer attached and a spotter is not available, the driver shall walk the full length of the intended travel path prior to moving the vehicle backwards.

- If driver loses visual contact of any spotter, they must immediately stop their vehicle until visual contact is re-established.

- If vision is obstructed, the driver shall stop the vehicle every three (3) to five (5) feet, exit the vehicle and walk around the vehicle to check the backing route.

While backing or maneuvering equipment at a CHK workplace, spotters are required to/for:

- Forward vehicle movement in proximity to equipment or personnel

- The equipment operator shall clearly communicate their intended path to the spotter before the equipment is moved.

- The equipment operator and spotter are responsible to establish clear lines of communication prior to moving equipment.
• Once movement or positioning of equipment is initiated, the equipment operator and spotter must remain totally focused on the task at hand.

• A spotter shall never be in a position where they could be caught between the equipment they are spotting and other equipment, structures or material.

• The equipment operator shall maintain visual contact with the spotter at all times. If the operator loses sight of the spotter, the operator must stop movement immediately.

• Spotters are required to wear reflective vests during low light conditions which includes 1 hour before dusk and 1 hour after dawn.

2.12 FALL PROTECTION

At CHK workplaces, contractors must use fall protection when performing work at heights 4 feet or greater.

2.13 PERSONAL PROTECTIVE EQUIPMENT (PPE)

When working at a CHK workplace, minimum required PPE includes:

• Safety glasses or prescription safety glasses with fitted side shields and protective lenses
• Safety boots
• Gloves
• Hard hat
• Flame Resistant Clothing

2.13.1 High-Visibility Vests

High-visibility vest must meet or exceed the Class 2 standard as specified in ANSI/ISEA Standard 107-2004. Compliance with more stringent state specific rules for high visibility apparel when working on or near road right of ways may be necessary. Such high-visibility apparel shall be worn when a worker is:

• A designated signaler or spotter.
• Working on or adjacent to roadways.
• While working around mobile earth moving equipment.
• While working around end dump trucks and tractor-trailer units and/or as determined on the Hazard Assessment.
2.14 **Respiratory Protection**

All contractors are responsible for determining if their employees can potentially be exposed to respiratory hazards. If so, they are required to develop a Respiratory Protection Standard that meets all requirements found in 29 CFR 1910.132. Examples include, but are not limited to, confined space entry activities, emergency responses to hydrocarbon release, chemical exposures in excess of an applicable standard, and tank sandblasting, painting, cleaning, etc.

2.15 **Personal Monitor**

Due to the potential exposure on all CHK locations where hydrocarbon zones have been penetrated, all contractors are required to wear multi-gas personal monitors capable of monitoring H₂S and LEL. When conducting work directly over the wellbore, personal gas monitors are not required where fixed area monitoring is being utilized (e.g., drilling, completions, and workover operations (excluding flowback).

At a minimum, the following requirements shall be met:

- All personnel must have completed, at a minimum, H₂S awareness training prior to work at CHK workplaces.
- Contractors shall provide and require the use of properly calibrated and functioning H₂S monitoring equipment for all personnel.
- Contractors are responsible for the operation, calibration, maintenance and repair of their own H₂S monitoring equipment and shall follow the recommendations provided by the manufacturer regarding these issues.
- Personal monitors shall be worn on the outside of all clothing, close to the breathing zone.

Respiratory protection is required to be worn where atmospheric concentrations of H₂S are determined to exceed 10 ppm. This will also require a stand-by person.

Only National Institute for Occupational Safety and Health (NIOSH) approved positive pressure self-contained breathing apparatus (SCBA) or positive pressure supplied air respirator (SAR) units with an emergency escape bottle are to be provided and used. The use of canister-type gas masks or any other type of air-purifying respirators shall not be used in H₂S environments.

Wind direction shall be noted by all personnel prior to entering workplaces known to have H₂S present prior to performing work. If possible, personnel are to remain upwind of the source of H₂S for the duration of the work.

In the event of a release of H₂S or when an H₂S monitor alarms, personnel are to immediately evacuate the workplace, gather at the predetermined muster point, and notify the appropriate CHK representative.

Contractors shall be familiar with site-specific H₂S evacuation alarms and evacuation procedures.
2.16 GROUND DISTURBANCE

A One Call ticket must be performed prior to any ground disturbance activity. This defined as any excavation, construction, or other activity that results in penetration of the ground by either mechanical or manual means. The following are exempt:

- Snow removal, removing berms and stockpiling material.
- Cleaning out an existing cattle guard without any new ground disturbance.

2.17 HAZARD COMMUNICATION (HAZCOM) STANDARD

Contractors are required to provide a Safety Data Sheet (SDS) copy with the chemicals they bring to a CHK workplace, SDSs are required prior to or at the time of delivery, unless the SDS has already been previously uploaded into the electronic SDS repository.

2.18 FLAMMABLE AND COMBUSTIBLE LIQUIDS

Contractors that handle flammable or combustible liquids must be compliant with 29 CFR 1910.106.

Portable tanks and drums for flammable liquid storage shall be:

- Constructed of metal unless the liquid is corrosive to metal.
- Adequately vented with flame arresting capability whenever possible.
- Equipped with self-closing spouts and secondary containment to prevent spills to the environment.
- Located at least 35 ft. from electrical and mechanical equipment or any other ignition sources.
- All fuel trucks shall be properly grounded/bonded during any and all fuel transfer operations. Fuel nozzles equipped with a mechanism capable of locking the handle open during fluid transfers are prohibited at CHK workplaces.

Bulk transporters or tank trucks loading or unloading flammable liquids must utilize grounding/bonding equipment to prevent ignition of flammable vapors due to static electrical discharge. During fueling operations, the shut-off must be manned at all times. Fuel hoses shall not be routed under equipment.

Type 1 or Type 2 approved metal or high-density polyethylene safety cans are required for flammable liquid storage at CHK workplaces.
2.19 **FIRE PROTECTION/PREVENTION**

Contractors shall supply the adequate number of fire extinguishing equipment for the work and the environmental conditions. Portable fire extinguishers must be of adequate size for the hazards present.

If a portable electronic device (cell phone, laptop, etc.) is present, it must be removed from the area if an LEL alarm sounds. All other potential ignition sources (for example, internal combustion engines) must also be removed if an LEL alarm sounds.

**2.20 HOT WORK**

Contractors are required to fill out hot work permits when performing the following tasks within 35 feet of any potential flammable or combustible sources:

- Welding/Torch Cutting/Brazing
- Grinding
- Open flame of any sort
- Sandblasting, chipping, or other spark producing activities
- Using spark producing power tools or other equipment
- Heat fusion of poly lines

Internal combustion engines are an industry recognized ignition source and therefore, require continuous atmospheric monitoring when operating within 35 ft. of any potential flammable atmosphere.

**2.20.1 Hot Oiling**

Hot oiling equipment should not be located within 100 ft. of the wellhead. If the pad size is not adequate to meet the spacing requirement, additional safety precautions must be taken. The safety precautions are determined by the site-specific hazard assessment. If hot oiling equipment is within 35 ft. of potentially flammable material (wellhead, tank battery, separator, etc.) a hot work permit is required.
2.21 **HAND TOOLS**

The use of cheater pipes/bars is prohibited except when there are no practical alternatives. If cheater pipes/bars are used, they must be designed for the type and size of wrench, load tested, and inspected prior to use. If any defects are found, the cheater pipe/bar must be taken out of service. The use of makeshift cheater pipes/bars and any other tools is strictly prohibited at CHK workplaces.

3.0 **CHK SPECIFIC ENVIRONMENTAL REQUIREMENTS**

3.1 **ENVIRONMENTAL /ATMOSPHERIC RELEASE MANAGEMENT**

Contractors are required to notify CHK of environmental (spill) or atmospheric (air) release that occur on a CHK workplace. Additionally contractors are required to notify CHK of a spill off of a CHK workplace, if that spill involves a CHK product (e.g., produced water, crude oil, drill cuttings, etc.). An environmental/atmospheric release is an unpermitted or uncontrolled release of any material from primary containment. If a spill occurs at a CHK workplace, the steps listed below must be taken:

- Stop the source of the spill, if possible, without exposing personnel to hazardous situations.
- If feasible, take steps to minimize environmental impacts from the spilled or released materials. Simple measures such as using a shovel to build a temporary earthen berm to contain or divert the spill, use of absorbents, etc. are expected. The primary concern is to prevent spilled or released materials from leaving CHK property and entering any waterway or impacting any other sensitive receptors.
- Immediately notify CHK regarding the substance spilled or released, the location and quantity of the release. All spills/releases shall be reported to a local CHK representative immediately, or as soon as safely possible.
- Assess the initial impact of the spill/release to people, animals, water and land, and, if needed, block public access to the area with barrier tape, traffic cones, or vehicles.

CHK shall direct the cleanup or response if the release occurs at a CHK workplace. Procedures for all spills/releases shall be determined on case-by-case basis. During the cleanup or a spill, do not mix contaminated materials and soil with clean, uncontaminated materials. Proper PPE shall be identified and worn when dealing with spills and releases.

Secondary containment may be required by CHK. Discuss site specific requirements with a CHK representative.

Contractors are expected to inspect all equipment throughout the day for leaks.
A CHK representative must approve any temporary openings in a berm or dike. A berm, dike or drain gate shall not be left open without authorization from CHK management.

For fluid transfers, contractors must be aware of and comply with area-specific best practices. All cam lock fittings must be secured using zip ties or equivalent means prior to initiating fluid transfer.

Contractors are expected to have a written procedure and properly train all employees for fluid transfer operations, spill response and mitigation.

### 3.2 Storm Water

Materials and chemicals on a workplace left outside must be closed or covered such that any rainwater or other form of precipitation shall not result in contaminated runoff from a CHK workplace. In addition, erosion and/or sediment discharge from a workplace should be minimized or prevented and in compliance with any state regulations or internal CHK standards.

### 3.3 Waste Management

Wastes generated as part of a contractor’s operating activities while at a CHK workplace are the responsibility of the contractor to properly manage according to all federal, state and local regulations pertaining to disposal and transportation. If the contractor has questions with regard to management of a particular waste stream, contact a local CHK representative for recommendations. All contractor waste must be removed from the workplace by the contractor immediately upon completion of their work.

### 3.4 Naturally Occurring Radioactive Material (NORM)

CHK defines NORM contamination as any equipment or material, other than produced fluids, that has an equivalent dose reading that equals or exceeds 50 microroentgens per hour (µR/hr) (including natural background) when screened with a properly functioning and calibrated radiation detection instrument. Where a state or other regulatory agency has an applicable standard that is lower, the more stringent value shall apply.

At CHK workplaces, signs are posted to identify contaminated equipment or material. Where radiation levels are equal to or exceed 50 µR/hr, a CHK representative shall notify contract personnel regarding the presence of NORM. Contractors are obligated to follow their own internal NORM safety policies that meet or exceed applicable regulatory provisions or guidance while performing work on CHK workplaces with NORM contamination. All NORM related incidents or issues shall be reported to the appropriate local CHK representative immediately.

NORM contaminated equipment or materials must be disposed of by a certified third party contractor.