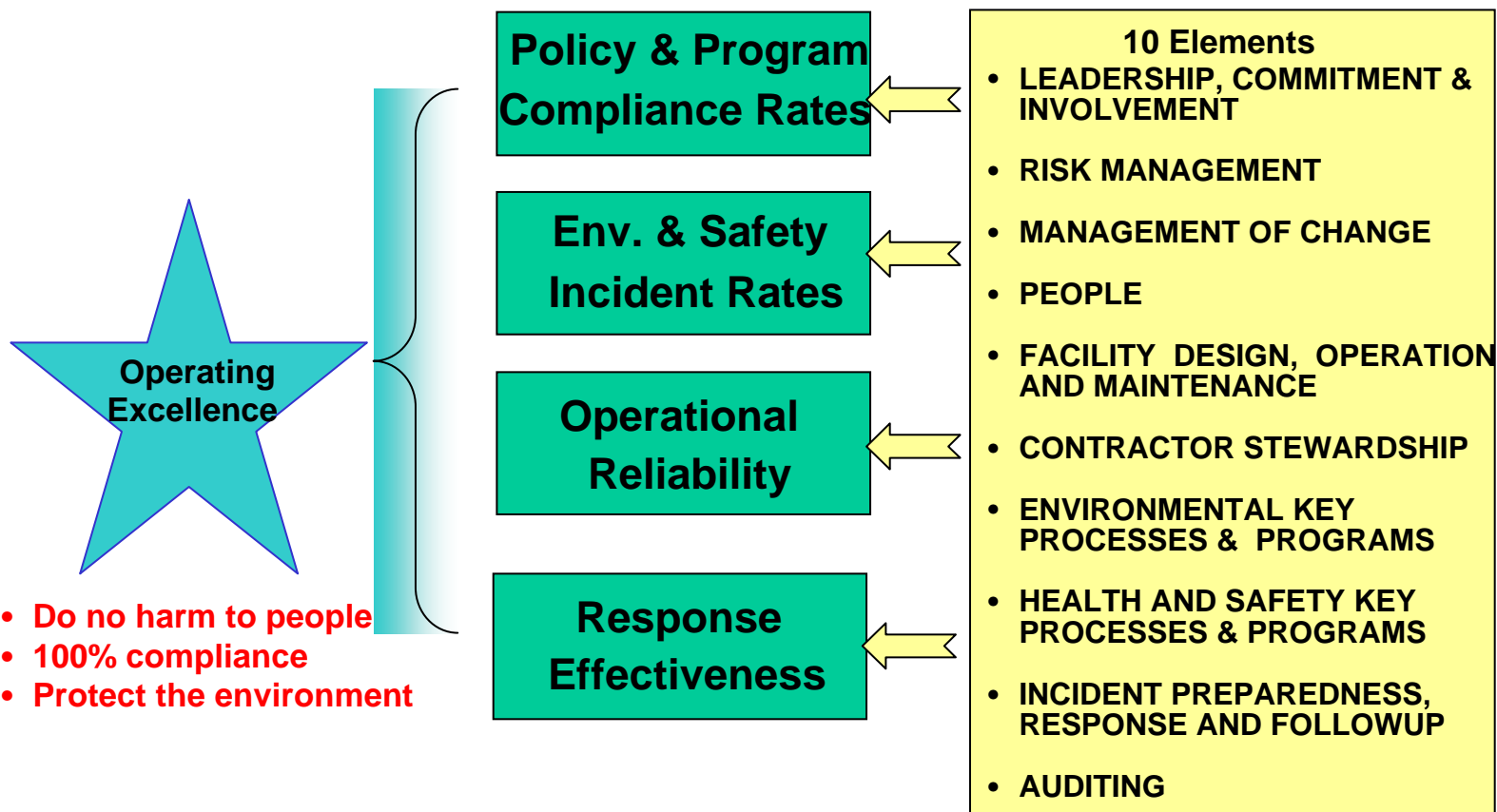




Aera Energy LLC

Aera's System of Operating Excellence (SOE)



The EHS vision

The rear view mirror

Look here for Leading Indicators & Process Measures

The System of Operating Excellence (SOE) framework documents the expectations for Aera's operations ...

- The framework identifies the key elements needed to achieve safe and reliable operations
 - There are ten elements (covering 34 expectations) that must be mastered to achieve excellence
 - Each expectation calls for “A process is in place to ...”
- The framework provides a benchmark against which to measure current performance

SOE documentation can be accessed by Aera employees via the intranet ...

Corporate System of Operating Excellence (SOE) - Microsoft Internet Explorer

File Edit View Favorites Tools Help

Address http://aeraweb02/soemain/

AERA SOE

Emergency Contacts | Policies | Web Tools | Search | Index

Home | Summary | Organization | Employee Activities | Help & Information

Welcome to the Corporate System of Operating Excellence (SOE) Website

- ▶ **Element 1: Leadership, Commitment and Involvement**
 - ▶ SOE Overview
 - ▶ List of Element Stewards
 - ▶ Stewards' Last Planners
 - ▶ SOE Element Training
 - ▶ Public Affairs Page
- ▶ **Element 2: Risk Management**
 - ▶ Risk Management Page
 - ▶ Standard Measures Page
- ▶ **Element 3: Management of Change**
 - ▶ MOC Page
- ▶ **Element 4: People**
 - ▶ Training Page
- ▶ **Element 5: Process Design and Operations & Maintenance**
 - ▶ Project Management Page
 - ▶ TPR Page
 - ▶ Facility Drawings Page
- ▶ **Element 6: Contractor Stewardship**
 - ▶ Purchasing Page
 - ▶ Contractor Stewardship Page
- ▶ **Element 7: Environment Key Process & Programs**
 - ▶ L&GA Page
 - ▶ EHS Key Processes Page
 - ▶ Title V Page
 - ▶ Investment Recovery Page
- ▶ **Element 8: Health and Safety Key Processes and Programs**
 - ▶ EHS Key Processes Page
 - ▶ DOT Pipeline Page
 - ▶ CAPP Page
 - ▶ Health Services Page
 - ▶ Industrial Hygiene Page
- ▶ **Element 9: Incident Preparedness and Response**
 - ▶ Incident Response Page
 - ▶ Security Page
 - ▶ Incident Log
- ▶ **Element 10: Auditing**
 - ▶ Auditing/ISEA Page
 - ▶ 2006 Assessment Information
 - ▶ 2006 SOE Audit Schedule
 - ▶ SOE Audit Protocols

2006 Assessment

- ▶ March 10th Closeout Presentation
- ▶ Proposed Corrective Action Plans and Instructions

Understanding the SOE

- ▶ Nov. 16, 2005 Workshop
- ▶ SOE Overview Powerpoint
- ▶ Element Overview Presentations

Author: K. M. Okita We welcome all of your comments and suggestions
Copyright Aera Energy LLC 2005 Date of Last Update: April, 2006

Healthy Aera
Wellness Works!

start | Corporate System of ... | Inbox - Microsoft Out... | Parent Co Audits | Microsoft PowerPoint ... | 2:57 PM

The web pages document the five characteristics of the processes in place to meet each expectation...

Corporate SOE Documentation

- Element 1: Leadership, Commitment and Involvement
 - 1.1 Employee Involvement
 - 1.2 Leadership Behaviors
 - 1.3 Consequence Management
 - 1.4 Community Awareness
- Stewardship
 - Scope and Objectives
 - Procedures
 - Responsible and Accountable Resources
 - Verification and Measurement
 - Feedback Mechanism
 - Forms and Checklists
 - Training Resources

**SOE Element #1, Expectation #4
Community Awareness
Aera System Guide**

SCOPE AND OBJECTIVES:

INTENT OF ELEMENT 1 – Management provides the vision, sets the expectations, and provides the resources to implement and improve the system. Success can only be achieved if all employees are involved and committed.

EXPECTATION 1.4 – A process is in place to assess and address community awareness and concerns of our operations. The process should include responders, government officials, the media, businesses, citizens, and employees.

[Link to provide feedback on Element 1.4](#)

OBJECTIVES and ACTION ITEMS
[SOE Council Last Planner 2005](#)

PROCEDURES:
COMPANY POLICIES, PROGRAMS AND GUIDELINES

Title	Describe the linkage to the SOE expectation	Location: LAN, files, etc
Overview of SOE 1.4	Overview presentation	Overview of Element 1.4
Media Policy	To ensure consistency in content and tone, Public Affairs serves as the primary spokesperson for the company and provides training to Leadership so that media spokespersons	Media Policy (See Public Affairs Director for Holding)

... and provide links to supporting material ...

Each Asset within Aera also has an SOE web page to document and provide links to Asset specific processes ...

The screenshot shows a Microsoft Internet Explorer browser window displaying the SOE Coastal System Guide. The address bar shows the URL: <http://aeraweb02/soe/HomePages/SOECOastalSysGuidedefault.htm>. The page content includes:

- Navigation Menu:** Home, Summary, Organization, Employee Activities, Help & Information.
- Emergency Contacts, Policies, Web Tools, Search, Index**
- System of Operating Excellence Coastal SOE System Guide**
- Leadership**
 - SOE Protocols
 - Last Planner 2006
 - Unit SOE Steering Std. Agenda
 - Element Team Rosters
 - SOE Organization
 - SOE Governance
 - Element Steward Role
 - SRL Roles
 - Key Measures
 - Key Processes
- Process Teams**
 - Ventura CLAM
 - Ventura Gas
 - Ventura Plants
 - HB CLAM Team
 - HB Plants Team
 - Beta Team
 - Brea Team
- Aera Asset Teams**
 - SJV SOE Homepage
 - Belridge Homepage
 - Drilling SOE
- Element 1: Leadership, Commitment and Involvement**
 - 1.1 Employee Involvement
 - 1.2 Leadership Behaviors
 - 1.3 Consequence Management
 - 1.4 Community Awareness
 - Element 1: Team Folder
- Element 2: Risk Management**
 - 2.1 Risk Assessment & Mngmt
 - Element 2: Team Folder
- Element 3: Management of Change**
 - 3.1 Equipment & Procedures
 - 3.2 Personnel
 - Element 3: Team Folder
- Element 4: People - Coastal Training**
 - 4.1 Selection & Placement
 - 4.2 Coaching and Assessing
 - 4.3 Training
 - Element 4: Team Folder
- Element 5: Process Design and Operations & Maintenance**
 - 5.1 Project Management
 - 5.2 Total Process Reliability
 - 5.3 Operating Procedures
 - 5.4 Equipment Files & Dwgs
 - Element 5: Team Folder
- Element 6: Contractor Stewardship**
 - 6.1 Contractor Selection
 - 6.2 EHS Orientation
 - 6.3 Assessment & Feedback
 - Element 6: Team Folder
- Element 7: Environmental Key Processes & Programs**
 - 7.1 Emerging Regulations
 - 7.2 Communicate Policies
 - 7.3 Track Compliance
 - 7.4 Pollution & Waste Prevention
 - Element 7: Team Folder
- Element 8: Health and Safety Key Processes and Programs**
 - 8.1 Emerging Regulations
 - 8.2 Communicate Policies
 - 8.3 Track Compliance
 - 8.4 Industrial Hygiene
 - 8.5 Behavior Based Safety
 - Element 8: Team Folder
- Element 9: Incident Preparedness and Response**
 - 9.1 Preparedness
 - 9.2 Response and Reporting
 - 9.3 Investigation and Follow-up
 - 9.4 Security
 - Element 9: Team Folder
- Element 10: Auditing**
 - 10.1 ISEA
 - 10.2 Internal Auditing
 - 10.3 External Auditing
 - 10.4 Management Review
 - Element 10: Team Folder

SOE Governance

Roles and Responsibilities

Policy and Focus Area Development
Risk Management

Process and Program Development
Standardization
Corporate Measures and Feedback
Change Management

Business Planning
Implementation
Verification & Measurement
Feedback

Process Execution
Operating Excellence
Data Quality
Feedback

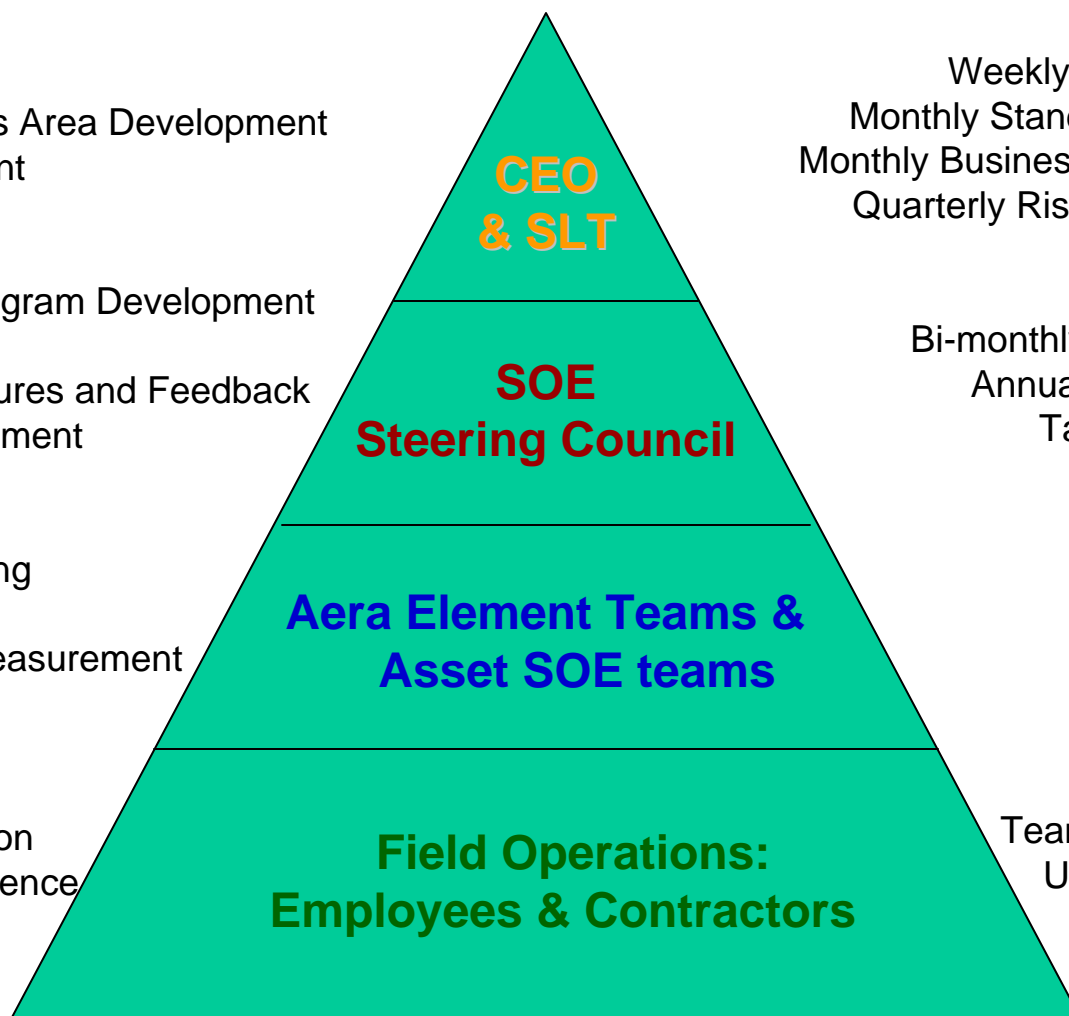
Feedback Mechanisms

Weekly Incident Reporting
Monthly Standardized Measures
Monthly Business Plan Compliance
Quarterly Risk Mgmt Discussion

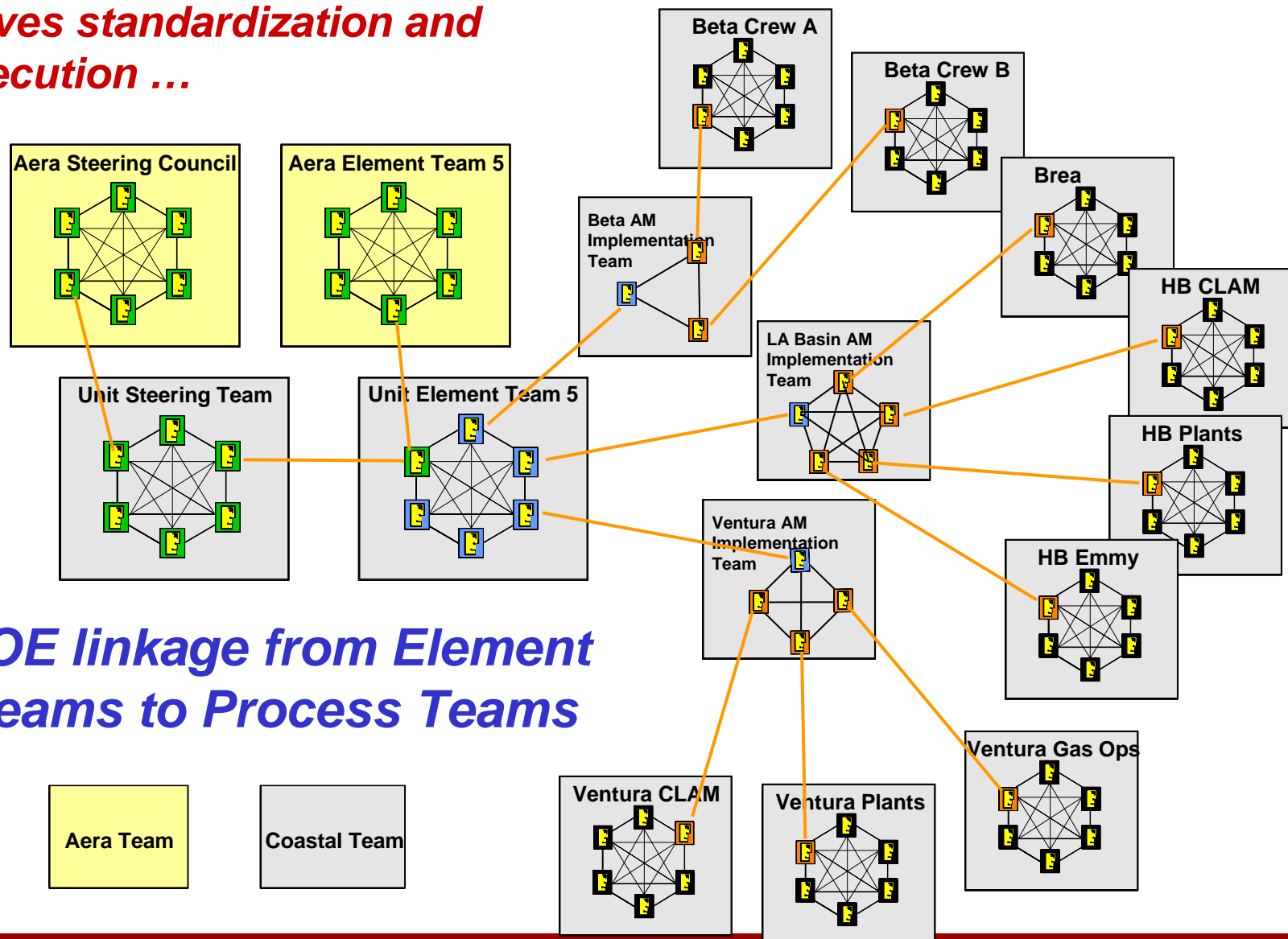
Bi-monthly Council Meetings
Annual Focus Area effort
Tactical Team status

SOE Last Planner
Monthly Reviews
Annual Plan Effort

Team Morning Meeting
Unit Steering Teams
Training



The SOE teams form a network that drives standardization and execution ...



SOE linkage from Element Teams to Process Teams



Morning Meeting Agenda - SOE Processes

**Key SOE processes
review built into the
Morning Meeting
Agenda ...**

Safety Discussion/ Safety Manual Review



- Discuss pertinent safety subjects or review sections of the Aera safety manual.
- Pre-Job Work Plans? Energy Control?

Hazards/Near Hits/Incidents



- Review any new incidents, Near Hits or reported Hazards, including housekeeping issues, that the group needs to be aware of ?

MOC Review – Permanent or Temporary



- Review any new MOC that impacts the work team, including reviewing any temporary defeated safety devices.

Title V & Other Environmental Issues



- Review any planned activities that may have a conflict with the PTO or need regulatory clarification.

SOE Review



- Review an expectation from the SOE framework. Discuss how team members impact, influence, participate or are affected by a particular expectation. Identify gaps and plans to fill gaps.

Today's Work Schedule



- Review work planned for today (Aera employees and contractors). Discuss potential hazards associated with work.

Restricted Access



- Site Orientations needed? Transient Workers?

CAPP/Planned Observations



- Discuss CAPP metrics and planned activities that should be observed.

RCFA Review of Root Cause & Follow-up



- Following incident investigations, review the approved Executive Summary including CAP's

ISEA



- Discuss ISEA metrics and planned activities that could be audited.

Training (weekly)



- Worker Qualification, Adaptability Matrix progress?
- Training this week? Upcoming backfill requirements?

Risk Management



- Are there any new or unresolved operational risks that need to be elevated?

Each team has their own SOE web page for easy access to commonly used information ...

Ventura Gas Team

Winner of SOE Trophy - 3X in 2000, 5X in 2001, 11/02, 4X in 2003, 4X in 2004, 6X in 2005, 5X in row 2006

Element 1: Leadership, Commitment & Involvement

- AI's Trophy Measures
- SOE Last Planner
- COR Form
- SOE Process Team Agenda
- Morning Meeting (Production)
- POD
- Activity Based Costing Report
- Gas Plant Checkbook
- Gas Gathering Checkbook
- Pipeline Checkbook
- Utility Checkbook
- Gas Business Plan
- Utility Business Plan
- SAP Review (ZW40)

Element 2: Risk Management

- Triage Form and Process Flow
- Facility Risk Tool
- PHA 7
- PHA 6
- Hazard Identification Process (Purple Tag)

Element 3: Management of Change

- MOC Homepage
- Temp Safety By-Pass

Element 4: People

- Waste Elimination Database
- People & Org
- Training Registrar
- Club Aera
- Training Matrix (wall chart)
- Wed. Training Presentations
- Operating Procedures

Element 5: Process Design, Operations & Maintenance

- Aera TPR Home Page
- VENTURA TPR HOME PAGE**
- Development Home Page
- Coastal Procedures
- Coastal Procedures Flowchart
- Compliance Forecaster
- Priority 2 & 3 Work Order Request Form
- Plant 6 Operating Procedures

Element 6: Contractor Stewardship

- Supplier Feedback Form
- Supplier Lookup
- Ventura Safety Briefing
- Contractor Participation
- Ventura Monthly Safety Report

Navigation Menu:

- Aera Home
- Coastal Home
- Beta
- Brea
- Huntington Beach CLAM
- Huntington Beach Plants
- Ventura CLAM
- Ventura Gas Operations
- Ventura Plants

Top Navigation: Home | Summary | Organization | Employee Activities | Help & Information

Secondary Navigation: Emergency Contacts | Policies | Web Tools | Search | Index

SOE Business Plans developed to ID and Prioritize gaps and focus resources ...

Milestones/Month

Instructions: Code those Actions completed in **Green**, Leave incomplete Actions in **Red** but do not change due date.

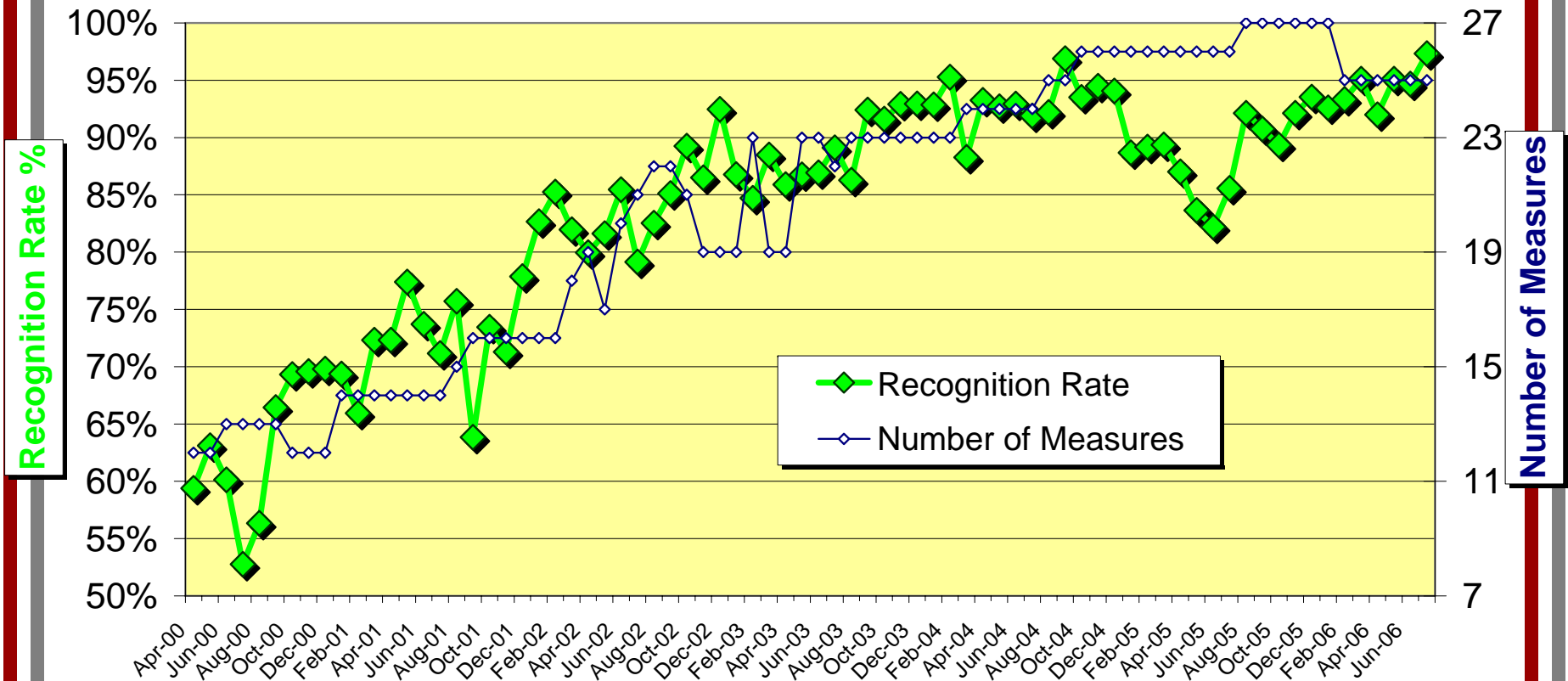
Element JAN FEB MAR APR MAY JUN JUL AUG SEP OCT NOV DEC

Legend: **Green** = Done, **Red** = Not Done, **Black** = Due Date TBD

Element	JAN	FEB	MAR	APR	MAY	JUN	JUL	AUG	SEP	OCT	NOV	DEC
1	Increase the amount of time Supervisors and Specialists spend in the field											
				Work with Lean Group to "load level" Ventura CLAM Supervisor and Specialist time			Begin tracking Supervisor and Specialist time in the field					
	Load Level HB CLAM and/or Ventura Plants Team											
									Conduct "load leveling" effort for Process Team			
								Provide refresher training for Process Teams on Elements 1&2	Provide refresher training for Process Teams on Elements 3&4	Provide refresher training for Process Teams on Elements 5&6	Provide refresher training for Process Teams on Elements 7&8	Provide refresher training for Process Teams on Elements 9&10
2				Complete HB Tank Farm PHA					Complete Emmy PHA	Plan PHA expansion at SOE2 team meeting		Provide training for PHA facilitation (move to 1Q2006)
3												
4	4.1			Complete merging of 3 Asset 4.1 System Guides						Ensure completion of MEDIUM audit action item on 100% MEST attendance	Ensure completion of MEDIUM audit action item on 4.1 WorkerQual expansion	Close gap on 4.3 MEDIUM audit item for local training
	4.2					Complete merging of 3 Asset 4.2 System Guides						
	4.3						Complete merging of 3 Asset 4.3 System Guides		Identify SAP WQ clean-up needed by process teams			"Mature" on SAP WQ data clean-up items
	Misc										Standardize ET4 WQ metric for inclusion in Aera wide SG	Decide/assign "essential" requirements to SAP WQ (Aera effort sched for 2006?)

Key metrics are tracked for each SOE Element and Process Teams are recognized for meeting goals ...

Monthly Operating Excellence Recognition Process Team Average Recognition Rate



2000 Recognition Metrics

Element 5
 PM Compliance Total Equipment – over 90%
 PM Compliance Critical Equipment – over 95%
 PM/(PM+CM) ratio Total Equipment – over 35%
 PM/(PM+CM) ratio Critical Equipment – over 35%
 Front Line Maintenance over 20%
 Element 7
 PM Compliance Environmental – over 95%
 Element 8
 CAPP Coverage 1X observation - 90% coverage
 CAPP Coverage 2X observation - 60% coverage
 CAPP PIP's vs. Target 100%
 PM Compliance Safety – over 95%
 Element 10
 ISEA Observations 100% of goal
 ISEA YTD % Follow Ups completed over 50%

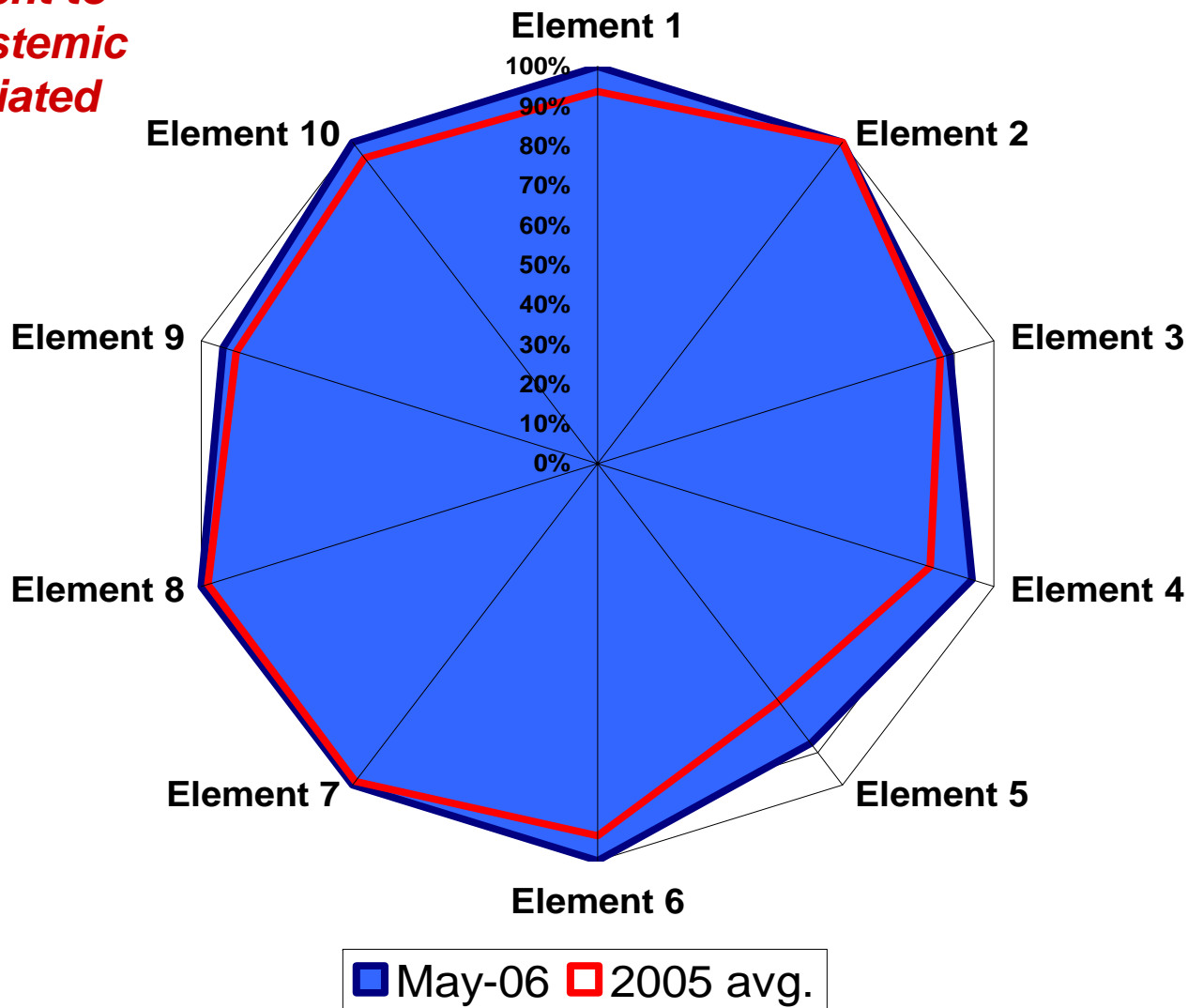
SOE processes have grown and matured over time ...

2005 Recognition Metrics

Element 1 - Leadership, Involvement and Commitment
 # of Certificates of Recognition awarded - goal is at least 2* proactive COR's awarded by each process team to one of the team members
 SOE Refresher Training on Schedule
 Element 2 - Risk Management
 Risk analyses completed and coded on work orders released and used for prioritization - goal > 95% of CORR and MEAS work orders
 Element 3 - Management of Change
 Business closed orders requiring MOC with a user status of MOCC - at least 90% (YTD beginning 11/02)
 Element 4 - People Process
 Work Improvement Team actions implemented - goal is that action(s) are taken each month to positively impact Safety or Environmental Performance and Production or Expenses
 Worker Qualification Progress
 Element 5 - Facility Design and Operation
 PM Compliance - Total Equipment - over 90%
 PM Compliance - Critical Equipment - goal is 100%
 PM/(PM+CM) ratio - Total Equipment over 30%
 PM/(PM+CM) ratio - Critical Equipment over 40%
 Proactive to Reactive Maintenance over 65%
 Vibration Pen Readings One Time Coverage
 CBM CAP's completed on time
 Element 6 - Contractor Stewardship
 Feedback submitted on Contractor Performance - goal is one feedback form a month
 Element 7 - Environmental Key Processes and Programs
 PM Compliance - Environmental – 100%
 Element 8 - Health and Safety Key Processes and Programs
 CAPP 1X Coverage - > 90% coverage
 CAPP 2X Coverage - > 70% coverage
 CAPP PIP's vs. Target 100%
 CAPP Coaching Contacts - 2X coverage at least 90%
 PM Compliance - Safety - 100%
 Element 9 - Incident Preparedness, Response and Follow-up
 EHS TapRoot compliance - % of recordable or reportable EHS incidents YTD that have a completed TapRoot analysis - Goal is 100%
 Equipment RCFA compliance - % equipment failures YTD that meet the business rules that have a completed TapRoot analysis - Goal is 80%
 EHS and Equipment RCFA CAP Completion - Goal is to complete all CAP's by due date
 PIPER Reviews and ER Drills – one per month
 Element 10 - Audits
 ISEA Audits 100% of goal
 ISEA Follow Ups completed over 70% (12 month rolling average)
 Level III Audit CAP's completed on time

Results are also shown by Element to help identify systemic gaps and associated improvement opportunities ...

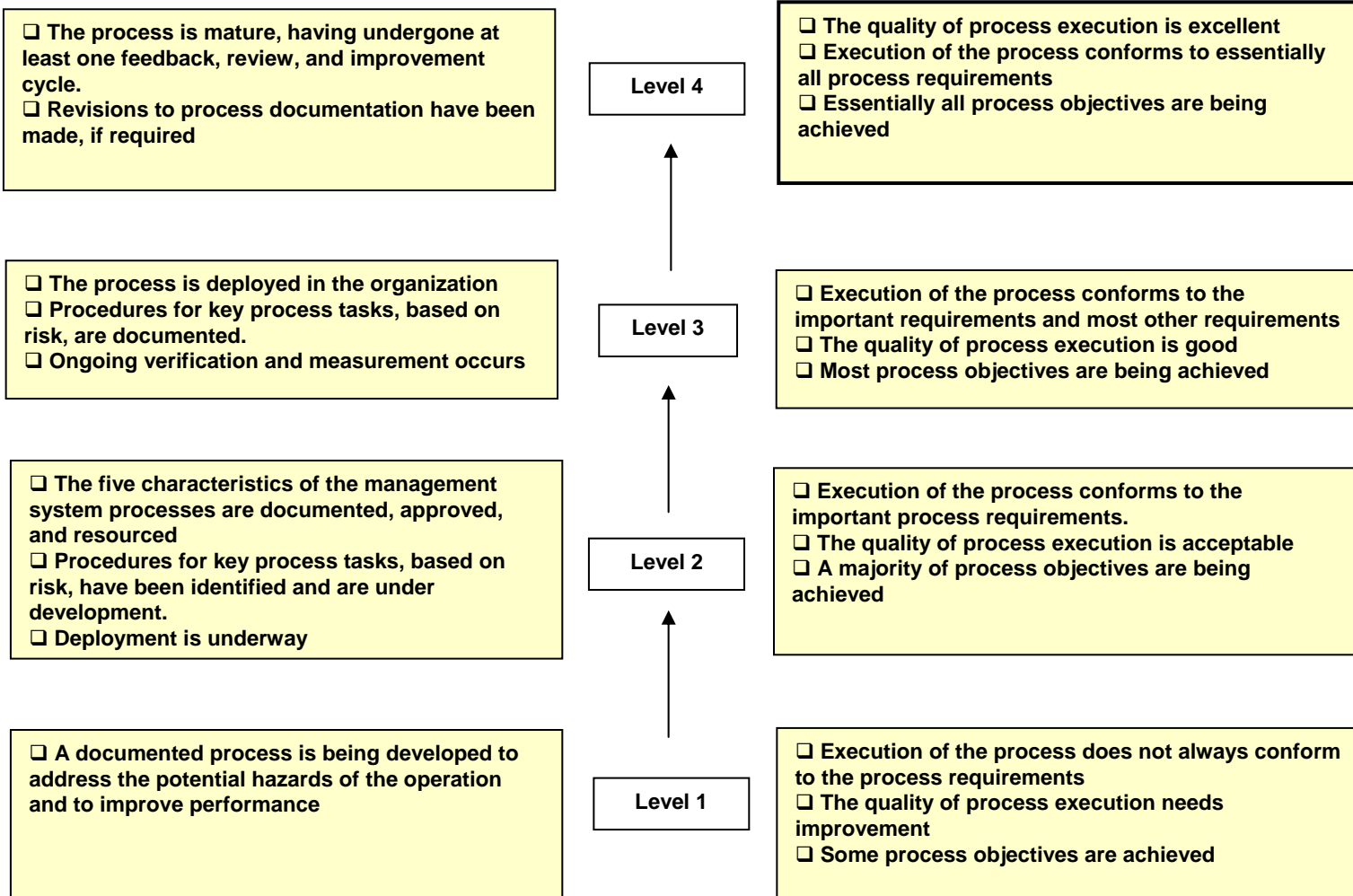
Average Goal Attainment Rate



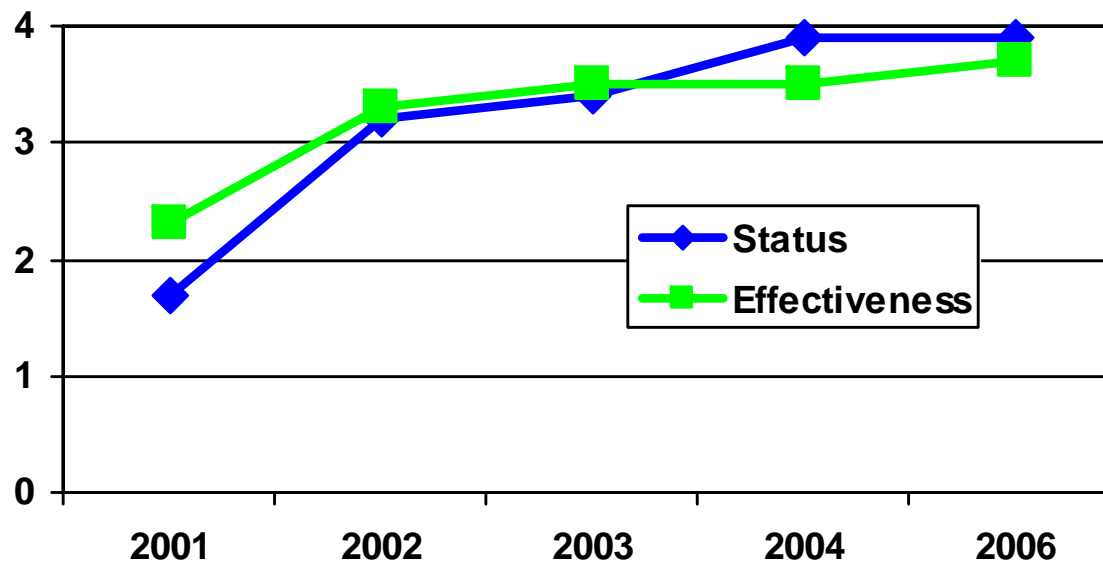
Each SOE expectation is periodically audited ...

PROCESS STATUS

PROCESS EFFECTIVENESS



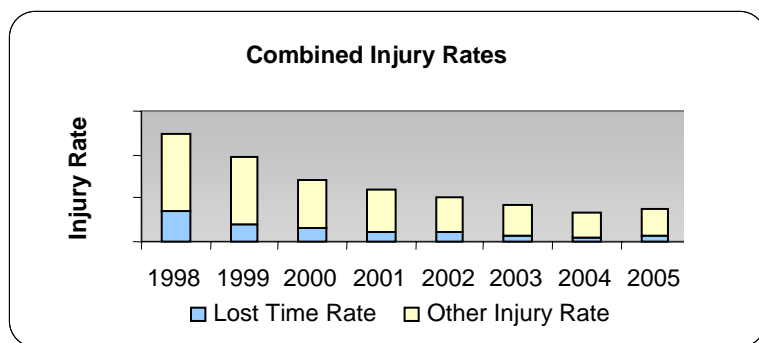
Audit results have improved over time ...



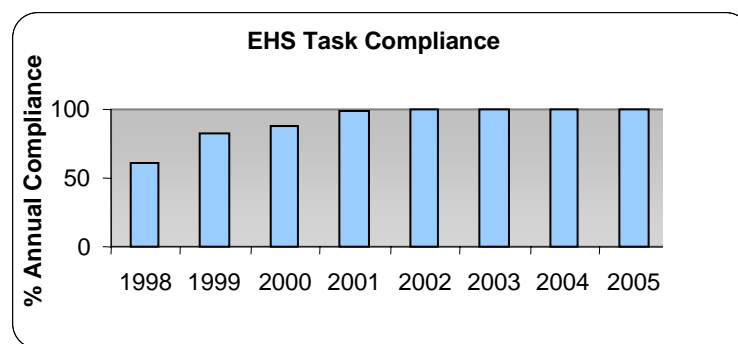
<u>Location</u>	<u>Number of Deficiencies</u>	<u>Audit Scores</u>	
		<u>Status</u>	<u>Effectiveness</u>
2001: Initial SOE Audit - Coastal	0	1.7	2.3
2002: Midway Sunset	0	3.3	3.2
2003: Belridge	0	3.5	3.4
2004: Coastal	0	3.5	3.9
2006: Aera-Wide	0	3.7	3.9

SOE has contributed to a significant improvement in Aera's EHS Performance ...

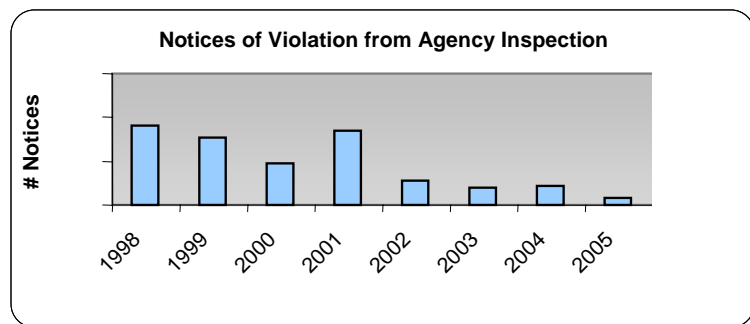
Aera's Key EHS Performance Indicators



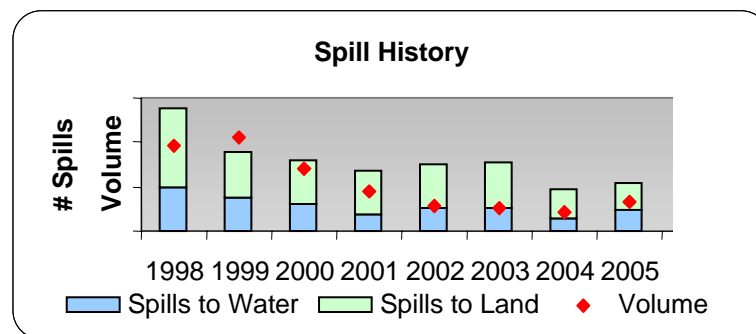
**Employee & Contractor Injury Rates
TRIR/LTIR**



EHS Task Compliance



NOVs



Spills & Volume

**SOE expectations
support Aera's
Vision ...**

Vision

Inspired People of Common Purpose

We all engage with excitement in Aera's purpose, vision and values.
We are an inclusive organization.
We encourage individuals to pursue their desired balance between work and personal life.
We are fulfilled through Aera's success, team results, and individual development.
We value learning and leverage it through diversity and education.
We all have a strong sense of ownership in Aera's results.

Protecting People and Environment

We pursue an accident free environment through leadership in safety process innovation and performance.
We all behave in a manner that clearly demonstrates commitment to safety.
We promote and practice environmental responsibility.
Environmental requirements are not viewed as obstacles but cause innovations in process management.
We participate in shaping public policy.

Unsurpassed Value Creation

Value Creation is validated as unbeatable.
We increase Aera's value.
Aera people create value through increased skills and capacity to act.

World Class Process Performance

Innovative ideas and technology are promoted, tracked and implemented with breakthrough speed.
We value and use data and information management as a competitive advantage.
Core processes are identified, broadly understood, implemented, measured, improved and renewed.
Systems thinking is learned and practiced.
We are driven by internal and external customer focus.

Renowned and Respected for Excellence

Aera is admired and respected for business results, employee satisfaction and support to the community.
We are the company of choice for employees, customers, suppliers and investors.
Aera earns significant external awards and recognition.
Other companies visit Aera for best practices.

Respected Community Member

Communities welcome Aera's presence.
Aera and the community are partners in solving problems.
Aera and its employees are known for their community involvement.
Employee participation in the community is encouraged, supported and recognized.