

STATE OF NEW MEXICO
ENERGY, MINERALS AND NATURAL RESOURCES DEPARTMENT
OIL CONSERVATION DIVISION

IN THE MATTER OF THE HEARING CALLED
BY THE OIL CONSERVATION DIVISION FOR
THE PURPOSE OF CONSIDERING:

ORIGINAL

APPLICATION OF COG OPERATING, LLC
FOR A NONSTANDARD SPACING AND
PRORATION UNIT AND COMPULSORY POOLING,
LEA COUNTY, NEW MEXICO.

CASE NO. 15761

Consolidated with

APPLICATION OF COG OPERATING, LLC
FOR A NONSTANDARD SPACING AND
PRORATION UNIT AND COMPULSORY POOLING,
LEA COUNTY, NEW MEXICO.

CASE NO. 15762

REPORTER'S TRANSCRIPT OF PROCEEDINGS

EXAMINER HEARING

August 3, 2017

Santa Fe, New Mexico

BEFORE: PHILLIP GOETZE, CHIEF EXAMINER
DAVID K. BROOKS, LEGAL EXAMINER

This matter came on for hearing before the
New Mexico Oil Conservation Division, Phillip Goetze,
Chief Examiner, and David K. Brooks, Legal Examiner, on
Thursday, August 3, 2017, at the New Mexico Energy,
Minerals and Natural Resources Department, Wendell Chino
Building, 1220 South St. Francis Drive, Porter Hall,
Room 102, Santa Fe, New Mexico.

REPORTED BY: Mary C. Hankins, CCR, RPR
New Mexico CCR #20
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APPEARANCES

FOR APPLICANT COG OPERATING, LLC:

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FOR INTERESTED PARTY NEW MEXICO TEN, LLLP:

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1 (11:12 a.m.)

2 EXAMINER GOETZE: All right. We're back on
3 the record, and we will start with Case Number 15761,
4 application of COG Operating, LLC for a nonstandard
5 spacing and proration unit and compulsory pooling, Lea
6 County, New Mexico.

7 Call for appearances.

8 MS. KESSLER: Mr. Examiner, Jordan Kessler
9 from the Santa Fe office of Holland & Hart.

10 MR. MORGAN: Scott Morgan, with Cavin &
11 Ingram, on behalf of New Mexico Ten, LLLP.

12 EXAMINER GOETZE: Have a seat at the fine
13 table (indicating).

14 MR. MORGAN: I believe this is consolidated
15 with 15762.

16 MS. KESSLER: That's correct.

17 EXAMINER GOETZE: And we also note this
18 covers Case Number 15762, application of COG Operating,
19 LLC for a nonstandard spacing and proration unit and
20 compulsory pooling, Lea County, New Mexico.

21 Any other appearances?

22 Witnesses?

23 MS. KESSLER: Two witnesses.

24 MR. MORGAN: No witnesses.

25 EXAMINER GOETZE: Would the witnesses

1 please stand for the court reporter and be sworn in?

2 MS. MARTIN: Carrie Martin.

3 MR. WALLACE: David Michael Wallace.

4 DAVID M. "MIKE" WALLACE

5 after having been previously sworn under oath, was
6 questioned and testified as follows:

7 DIRECT EXAMINATION

8 BY MS. KESSLER:

9 Q. Please state your name for the record and tell
10 the Examiners by whom you're employed and in what
11 capacity.

12 A. David Michael Wallace. I work for COG
13 Operating, LLC.

14 Q. Have you previously testified before the
15 Division?

16 A. Yes, I have.

17 Q. Were your credentials as a petroleum landman
18 accepted and made a matter of record?

19 A. Yes.

20 Q. Are you familiar with the applications filed in
21 these consolidated cases?

22 A. Yes.

23 Q. Are you familiar with the status of the lands
24 in the subject area?

25 A. Yes.

1 MS. KESSLER: Mr. Examiner, I'd tender
2 Mr. Wallace as an expert in petroleum land matters.

3 MR. MORGAN: No objection.

4 EXAMINER GOETZE: He's so qualified.

5 Q. (BY MS. KESSLER) Mr. Wallace, please explain
6 what COG seeks under these two applications?

7 A. We seek to form two nonstandard spacing units,
8 240-acre each, for the Coonskin Fee wells.

9 Q. Is the Wolfcamp pool underlying the two spacing
10 units --

11 A. That's correct.

12 Q. Is Exhibit 1 both the draft and the filed C-102
13 for the 25H well?

14 A. Yes, it is.

15 Q. Does this identify the spacing unit?

16 A. Yes, it does. The spacing unit is going to be
17 the east half of the west half of Section 28, the east
18 half of the northwest quarter of Section 33, 24 South,
19 35 East, Lea County, New Mexico.

20 Q. And this is where for the Coonskin Fee #25H is
21 located?

22 A. That's correct.

23 Q. Is there an API number for this well?

24 A. Yes. It's API Number 30-025-43683.

25 Q. And that's shown on the first page of the

1 exhibit, correct?

2 A. That's correct.

3 Q. Is Exhibit Number 2 a draft C-102 for the
4 Coonskin #28H well?

5 A. That is correct.

6 Q. What is the spacing unit for this well?

7 A. It's the west half-west half of Section 28 and
8 the west half-northwest quarter of Section 33, 24 South,
9 35 East, Lea County, New Mexico.

10 Q. Has an APD been filed for this well?

11 A. Yes.

12 Q. But it's not yet approved?

13 A. That's correct.

14 Q. Has the Division identified a pool and pool
15 code covering both of these wells?

16 A. Yes. It's going to be the Wildcat Wolfbone
17 Pool, Pool Code -- I'm sorry?

18 Q. That's shown on Exhibit 1 on the first page?

19 A. Yes. That's correct.

20 Q. And that's a Wildcat Wolfbone Pool, you said?

21 A. Yes. That's correct.

22 Q. What is the pool code?

23 A. 98098.

24 Q. Is that pool governed by Division statewide
25 rules?

1 A. Yes.

2 Q. Will each of the completed intervals comply
3 with the 330-foot setbacks?

4 A. Yes.

5 Q. Are these lands comprised of fee acreage?

6 A. They are.

7 Q. Are there any depth severances in the Wolfbone
8 Pool?

9 A. No, there are not.

10 Q. Is Exhibit 3 a lease tract map identifying
11 COG's interest and the parties that you seek to pool for
12 both of the two wells?

13 A. Yes. That is correct.

14 Q. And looking at the second page of this exhibit,
15 what party do you seek to pool?

16 A. We seek to pool New Mexico Ten, LLLP. They own
17 unleased minerals in the northwest quarter of Section
18 33.

19 Q. And what type of interest pool are they?

20 A. I'm sorry?

21 Q. What type of interest owner are they?

22 A. Lease mineral owner, until recently. We'll get
23 into that.

24 Q. Okay. Did they recently become leased?

25 A. Yes. They leased to Tap Rock Resources two

1 days ago.

2 Q. And is that lease of record?

3 A. It is not. I think they're in the process of
4 filing it.

5 Q. Have you had conversations with the party who
6 recently acquired that lease?

7 A. Yes.

8 Q. Did you send a well-proposal letter to New
9 Mexico Ten?

10 A. We did.

11 Q. Is that included as Exhibit 4?

12 A. Yes, it is.

13 Q. And that would be for the 25H well; is that
14 correct?

15 A. That is correct.

16 Q. And is Exhibit 5 a well-proposal letter sent to
17 New Mexico Ten for the 28H well?

18 A. Yes, it is.

19 Q. What date were these letters sent?

20 A. They were sent May 19th, 2017.

21 Q. And did each of the letters include an AFE?

22 A. Yes, they did.

23 Q. Are the costs on the AFE consistent with what
24 other operators in the area charge for similar wells?

25 A. Yes.

1 **Q. Do the well-proposal letters also identify**
2 **overhead and administrative costs for drilling and**
3 **producing the well?**

4 A. They do.

5 **Q. What are those?**

6 A. 7,000 a month for drilling and 700 a month for
7 producing.

8 **Q. Are those costs consistent with what other**
9 **operators in the area charge for similar wells?**

10 A. Yes.

11 **Q. Do you ask that those be incorporated into any**
12 **order resulting from this hearing?**

13 A. Yes.

14 **Q. Do you ask that the rates be adjusted in**
15 **accordance with the COPAS accounting procedures?**

16 A. Yes.

17 **Q. In addition to sending well-proposal letters, I**
18 **understand that you've had extensive conversations and**
19 **negotiations with New Mexico Ten; is that correct?**

20 A. Yes. That is correct.

21 **Q. Have you included a correspondence log between**
22 **Concho and New Mexico Ten as Exhibit 6?**

23 A. Yes. That is correct.

24 **Q. Can you please review your communication and**
25 **offers you've had with New Mexico Ten?**

1 A. We've been in communication since October of
2 2016. I've made multiple lease offers to them, and
3 we've had regular correspondence from that time to the
4 current time.

5 **Q. I understand there are three separate lease**
6 **offers; is that correct?**

7 A. That is correct.

8 **Q. But you were not able to reach lease terms with**
9 **New Mexico Ten?**

10 A. No.

11 **Q. Do you understand there is a new lessee?**

12 A. That's correct.

13 **Q. But they're not of record?**

14 A. That is correct.

15 **Q. You will continue to negotiate with that new**
16 **lessee?**

17 A. Yes. That is correct. We actually tried to
18 get an operating agreement signed yesterday, but we
19 weren't able to do so before the hearing. But we will
20 still work with them.

21 **Q. And I know that you need this order -- orders**
22 **because of the expiration issues; is that correct?**

23 A. We have a lease obligation. Yes.

24 **Q. When is this well -- when are these wells**
25 **scheduled to be drilled?**

1 A. The 25H is scheduled to spud September 30th, in
2 that range.

3 Q. Do you own an interest in every tract that the
4 wells will penetrate?

5 A. No, we do not.

6 Q. So you can't drill the well without order in
7 hand; is that correct?

8 A. That is correct.

9 Q. Are you requesting an expedited order?

10 A. Yes, ma'am.

11 Q. With respect to the uncommitted interest owner,
12 do you request that the Division impose a 200 percent
13 risk penalty?

14 A. Yes.

15 Q. And finally, if you do reach an agreement with
16 the leased mineral interest owner, will you notify the
17 Division?

18 A. Yes.

19 Q. Did COG identify the offset operators or
20 lessees of record in the 40-acre tract surrounding the
21 proposed nonstandard spacing unit?

22 A. Yes, we do.

23 Q. Is Exhibit 7 an Affidavit of Publication in Lea
24 County?

25 A. Yes, it is.

1 Q. And is Exhibit 8 an affidavit prepared by my
2 office with attached letters providing notice of this
3 hearing to the party that you seek to pool, as well as
4 the offset parties for both the 25H and the 28H?

5 A. That is correct. Yes.

6 Q. Were Exhibits 1 through 7 prepared by -- 1
7 through 6 prepared by you or compiled under your
8 direction and supervision?

9 A. Yes.

10 MS. KESSLER: Mr. Examiners, I move
11 admission of Exhibits 1 through 9.

12 And it looks like the way my office put
13 this together, it actually shows that Exhibit 8 is the
14 affidavit for the 25H letters, and Exhibit 9 is the
15 affidavit for the 28H letters.

16 EXAMINER GOETZE: As long as we have both
17 of them in there, that's all.

18 MS. KESSLER: I move admission of 1 through
19 9.

20 (COG Operating, LLC Exhibit Numbers 1
21 through 9 are offered into evidence.)

22 MR. MORGAN: No objection, other than
23 subject to reservation on Number 6 just to confirm the
24 correspondence.

25 EXAMINER GOETZE: Very good. Do you have

1 an objection to it or --

2 MR. MORGAN: I just want to confirm it. I
3 can make a formal objection, but I don't think --

4 EXAMINER BROOKS: Repeat your concern.

5 MR. MORGAN: This is the first time we've
6 seen Exhibit 6. I just want to be able to confirm that
7 with our office, that yes, in fact, these are all the
8 correct dates. I have no reason to doubt it, but I just
9 want to be able to confirm it.

10 EXAMINER BROOKS: Well, can you do that and
11 report back to us before the end of the day?

12 MR. MORGAN: I can give my 100 percent
13 best. I think I can, yes.

14 EXAMINER BROOKS: Because we could arrange
15 to meet at, say, 1:30 in the afternoon and/or some later
16 time when you would be available. I don't think that it
17 would be good, when they're, you know, against a
18 pressing deadline, to delay taking this under
19 advisement, but --

20 MR. MORGAN: I will report back to you --
21 what if I say by noon?

22 EXAMINER BROOKS: By noon? That's pushing
23 it because it's 11:25 right now, and people start
24 drifting out of our offices at 11:30 at least.

25 MR. MORGAN: That's true.

1 EXAMINER BROOKS: If you're going to say
2 noon, if you get hung up and report back to us that you
3 need some more time, but we will defer -- we will keep
4 this docket open until we hear from you or until the end
5 of the day.

6 MS. KESSLER: As long as it's until the end
7 of the day, there's no problem.

8 MR. MORGAN: You'll hear back from us by
9 the end of the day. Absolutely.

10 EXAMINER BROOKS: And -- well, we would
11 have to keep -- technically, I guess we'd have to keep
12 the court reporter here, but I don't think we would have
13 to do that if that's the only issue pending. So I
14 will -- let's go on with --

15 EXAMINER GOETZE: I suggest we proceed with
16 the rest of the testimony, take lunch. And after lunch,
17 would you have an answer as far as confirmation?

18 MR. MORGAN: Absolutely. And I'm happy to
19 send that answer -- an email to all parties just to be
20 sure.

21 EXAMINER GOETZE: We'll maintain the
22 hearing until we take a lunch break. Once we've
23 completed the rest, we'll come back from lunch, and
24 you'll have your opportunity to provide your input. And
25 then we can close the case today with the court reporter

1 here.

2 MR. MORGAN: And if that's the only reason
3 we would be coming back, I'd be happy to step out for
4 about three minutes and make a phone call just to
5 confirm.

6 EXAMINER BROOKS: Let's go on with the
7 testimony.

8 MS. KESSLER: That completes my direct.
9 Thank you.

10 EXAMINER GOETZE: Any other questions?

11 MR. MORGAN: Just a couple of follow-up
12 questions.

13 CROSS-EXAMINATION

14 BY MR. MORGAN:

15 Q. You did say you had that conversation with the
16 new lessee?

17 A. I have, yes.

18 Q. And did any of those conversations include a
19 discussion of the hearing today?

20 A. Yes.

21 MR. MORGAN: Okay. That's all my
22 questions.

23 EXAMINER GOETZE: And as far as your
24 exhibits, once he gets his questions [sic], then we'll
25 go back and bring back -- go back into the record.

1 Okay.

2 MS. KESSLER: Okay.

3 CROSS-EXAMINATION

4 BY EXAMINER GOETZE:

5 Q. In summary, we just have New Mexico Ten as
6 being the only compulsory pooling issue with this --

7 A. Or now they're a lessee.

8 Q. Well --

9 A. Yes. That's correct.

10 EXAMINER GOETZE: No further questions.

11 Thank you.

12 MS. KESSLER: I'll call my next witness.

13 EXAMINER GOETZE: Please.

14 CARRIE M. MARTIN,

15 after having been previously sworn under oath, was
16 questioned and testified as follows:

17 DIRECT EXAMINATION

18 BY MS. KESSLER:

19 Q. Please state your name for the record and tell
20 the Examiners by whom you are employed and in what
21 capacity?

22 A. Carrie Martin. I'm employed with COG
23 Operating, LLC as a geologist.

24 Q. Have you previously testified before the
25 Division?

1 A. Yes.

2 Q. Were your credentials as a petroleum geologist
3 accepted and made a matter of record?

4 A. Yes.

5 Q. Are you familiar with the applications filed in
6 these consolidated cases?

7 A. Yes.

8 Q. And are you familiar with the subject lands
9 underlying the proposed nonstandard spacing units?

10 A. Yes.

11 MS. KESSLER: Mr. Examiners, I would tender
12 Ms. Martin as an expert in petroleum geology.

13 MR. MORGAN: No objection.

14 EXAMINER GOETZE: She's so qualified.

15 Q. (BY MS. KESSLER) What is the target interval
16 for each of these two wells?

17 A. The Wolfbone Pool.

18 Q. Have you prepared a structure map and cross
19 section for the areas?

20 A. Yes.

21 Q. Is Exhibit 10 a simple locator map of the area?

22 A. Yes.

23 Q. Would you please review this for us?

24 A. Yes. The dashed lines are the two locations
25 for the Coonskin Fee 25H and Coonskin Fee 28H. The

1 solid red lines are the producing Wolfbone wells in the
2 area, and the yellow polygon is the COG acreage in the
3 proposed unit.

4 **Q. What is Exhibit 11?**

5 A. Exhibit 11 is a structure map on top of the
6 Wolfcamp structure. The contour interval is 50 feet.
7 The structure shows that there is no faulting in the
8 area. There are no pinch-outs and no geological
9 impediments to drilling horizontal wells. The dip of
10 the structure is between 1 and 2 degrees for these
11 wells.

12 **Q. And it's fairly consistent?**

13 A. It is consistent across the area.

14 **Q. What is Exhibit 12?**

15 A. Exhibit 12 is a location for the cross section
16 that will be on the next exhibit. It is from A to A
17 prime, including three wells. The three wells are
18 considered very representative of the structure and the
19 geology in the area.

20 **Q. Does Exhibit 13 have the logs shown on A to A**
21 **prime?**

22 A. Yes. It shows the three wells from A to A
23 prime going from to north to south. The interval that's
24 shown on the logs is from the top of the 3rd Bone Spring
25 Carb, which is equivalent to the top of the Wolfbone

1 Pool. The next line down is the top of the 3rd Bone
2 Spring Sand. The red line is the top of the Wolfcamp
3 Formation, and the lowermost pink line is the top of the
4 Wolfcamp B, which would be the base of the Wolfbone
5 Pool. I've also shown on this cross section the planned
6 interval for the two laterals, which is within the
7 Wolfcamp and a shale there.

8 Q. And that's the same lateral interval for both
9 of the two wells; is that correct?

10 A. Correct.

11 Q. What do you see with respect to continuity of
12 the formation throughout the proposed lateral?

13 A. This cross section shows that the formation is
14 consistent across the area and consistent thickness
15 across the area.

16 Q. Have you identified any geologic impediments to
17 drilling a mile-and-a-half horizontal well in this area?

18 A. No.

19 Q. Do you believe this area can be efficiently and
20 economically developed by horizontal wells?

21 A. Yes.

22 Q. And finally, do you believe that each of the
23 tracts in the proposed nonstandard unit will, on
24 average, contribute more or less equally to production
25 from each of the wells?

1 A. Yes.

2 Q. Will the completed interval for each of these
3 two wells comply with the Division 330-foot setback
4 requirements?

5 A. Yes.

6 Q. And in your opinion, is the granting of each of
7 COG's applications in the best interest of conservation,
8 for the prevention of waste and the protection of
9 correlative rights?

10 A. Yes.

11 Q. Were Exhibits 10 through 13 prepared by you or
12 compiled under your direction and supervision?

13 A. Yes.

14 MS. KESSLER: Mr. Examiner, I'd move
15 admission of Exhibits 10 through 13.

16 EXAMINER GOETZE: Exhibits 10 through 13 --
17 excuse me.

18 MR. MORGAN: No objection.

19 EXAMINER GOETZE: I figured.

20 Thank you.

21 Exhibits 10 through 13 are so entered.

22 (COG Operating, LLC Exhibit Numbers 10
23 through 13 are offered and admitted into
24 evidence.)

25 EXAMINER GOETZE: Mr. Morgan, any

1 questions?

2 MS. KESSLER: No questions.

3 EXAMINER GOETZE: Mr. Brooks?

4 EXAMINER BROOKS: No questions.

5 EXAMINER GOETZE: It's up to me, I guess.

6 CROSS-EXAMINATION

7 BY EXAMINER GOETZE:

8 Q. Our target is a shale?

9 A. Yes.

10 Q. So we're looking at a very tight formation to
11 back and essentially an unconventional --

12 A. Correct.

13 Q. I notice that COG has other wells in the area
14 that follow the same pattern, so we're looking at a
15 fairly consistent pattern of a section and a half. My
16 interest is that we do have the south half of 33 that is
17 standing out there by itself. Is COG going to be
18 developing this area?

19 MS. KESSLER: Mr. Examiner, we can recall
20 the land witness. But I believe the south of half of
21 Section 33 is unleased federal acreage, so it could
22 still be developed with a mile-and-a-half coming the
23 other direction. But at this point it's unleased.

24 EXAMINER GOETZE: That's fine. I just want
25 to see where we're going with this, because we want to

1 honor those people who are worried about stranded
2 acreage, seeing that is still available and we still
3 have an area to the south.

4 Q. (BY EXAMINER GOETZE) And the adjacent COG
5 wells, have they been productive in the same zone?

6 A. Yes, they have been.

7 Q. And have been, to your expectations, a good
8 producer?

9 A. Yes.

10 EXAMINER GOETZE: No more questions for
11 this witness.

12 MS. KESSLER: Thank you.

13 EXAMINER GOETZE: Considering the situation
14 at this time, would you like to --

15 MS. KESSLER: Objection withdrawn.

16 EXAMINER GOETZE: Well, that was easy
17 (laughter).

18 EXAMINER BROOKS: That made it a whole lot
19 easier.

20 EXAMINER GOETZE: We'll invite you back
21 more often. That's biased just because of all the
22 impact we've had in the last few days.

23 (Laughter.)

24 EXAMINER GOETZE: If that's the case, then
25 we will go ahead enter Exhibits 1 through 9 into the

1 case.

2 MS. KESSLER: Thank you.

3 (COG Operating, LLC Exhibit Numbers 1
4 through 9 are offered and admitted into
5 evidence.)

6 EXAMINER GOETZE: Without any closing
7 statements or any further -- is that it?

8 MR. MORGAN: That's it.

9 MS. KESSLER: That's it.

10 EXAMINER GOETZE: Very good.

11 Then Cases 15761 and 15762 are taken under
12 advisement.

13 Thank you very much, and this is the end of
14 the docket.

15 MR. MORGAN: Thank you.

16 MS. KESSLER: Thank you.

17 (Case Numbers 15761 and 15762 conclude,
18 11:30 a.m.)

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I do hereby certify that the foregoing is
a true and correct record of the proceedings in
the Examiner hearing of Case No. 15761 & 15762
heard by me on August 3 2017.
[Signature] Examiner
Oil Conservation Division

1 STATE OF NEW MEXICO
2 COUNTY OF BERNALILLO

3

4 CERTIFICATE OF COURT REPORTER

5 I, MARY C. HANKINS, Certified Court
6 Reporter, New Mexico Certified Court Reporter No. 20,
7 and Registered Professional Reporter, do hereby certify
8 that I reported the foregoing proceedings in
9 stenographic shorthand and that the foregoing pages are
10 a true and correct transcript of those proceedings that
11 were reduced to printed form by me to the best of my
12 ability.

13 I FURTHER CERTIFY that the Reporter's
14 Record of the proceedings truly and accurately reflects
15 the exhibits, if any, offered by the respective parties.

16 I FURTHER CERTIFY that I am neither
17 employed by nor related to any of the parties or
18 attorneys in this case and that I have no interest in
19 the final disposition of this case.

20

21

Mary C. Hankins

22

MARY C. HANKINS, CCR, RPR
Certified Court Reporter
New Mexico CCR No. 20

23

Date of CCR Expiration: 12/31/2017
Paul Baca Professional Court Reporters

24

25