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A P P E A R A N C E S

ON BEHALF OF SPUR ENERGY PARTNERS, LLC:

DANA S. HARDY, ESQUIRE (by videoconference)
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(505) 982-4554

ON BEHALF OF SILVERBACK OPERATING II, LLC:

BENJAMIN B. HOLLIDAY, ESQUIRE (by
videoconference)
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(210) 469-3197

ALSO PRESENT:

Dean McClure, Technical Examiner with Oil
Conservation Division (by videoconference)
Freya Tschantz, Law Clerk with Oil Conservation
Division (by videoconference)
Scott Hartman, Landman (by videoconference)
Matthew Van Wie, Geologist (by videoconference)

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E X H I B I T S

NO.	DESCRIPTION	ID/EVD
Exhibit A	Self-Affirmed Statement of Scott Hartman	10/12
Exhibit B	Self-Affirmed Statement of Matthew Van Wie	10/12
Exhibit C	Self-Affirmed Statement of Dana S. Hardy	11/12

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P R O C E E D I N G S

THE HEARING EXAMINER: It is 8:30 a.m. on the 9th of July, 2024. We are here for what was a contested case which is now not a contested case: Case Number 24121. It is a compulsory pooling case. Applicant: Spur Energy.

Entries of appearance, please?

MS. HARDY: Good morning. Dana Hardy with Hinkle Shanor, on behalf of Spur Energy Partners.

MR. HOLLIDAY: Ben Holliday with Holliday Energy Law Group, on behalf of Silverback Operating team.

THE HEARING EXAMINER: And, Ms. Hardy, do you know if there are any other parties entered?

MS. HARDY: There are not.

THE HEARING EXAMINER: Okay. Very good.

I'm going to start with you, Mr. Holliday. I noticed that you filed a withdrawal of objection about a week ago, if I'm not mistaken. Would you give me some information about why you filed that?

MR. HOLLIDAY: Right. Yes, sir. Yes, we filed our notice of removal of withdrawal of our objection to the matter of proceeding by affidavit.

1 The parties have reached an agreement.

2 There were some concerns on the
3 Silverback team's part about the way the acreage was
4 being developed and the impact it had on other acreage
5 that we intended to develop. Those issues have been
6 resolved, and we're very happy for this matter to
7 proceed by affidavit today.

8 THE HEARING EXAMINER: Okay. So this
9 is a compulsory pooling case. Is it Silverback? Is
10 that right?

11 MR. HOLLIDAY: Yes, sir.

12 THE HEARING EXAMINER: Is Silverback
13 going to be compulsory pooled?

14 MR. HOLLIDAY: I believe they will
15 either be subject to the order, or a JOA will be
16 signed that will obviate the order for them.

17 THE HEARING EXAMINER: Okay.

18 Ms. Hardy?

19 MR. HOLLIDAY: I'm not aware of if a
20 JOA has been signed at this point, I guess, is --

21 THE HEARING EXAMINER: Okay. Thank
22 you, Mr. Holliday.

23 Ms. Hardy?

24 MS. HARDY: I believe that Silverback
25 is being listed as a pooled party.

1 THE HEARING EXAMINER: They are.

2 MS. HARDY: But if there is an
3 agreement -- if the JOA is executed, then that would
4 be inapplicable to Silverback -- the order.

5 THE HEARING EXAMINER: Okay. So from
6 your perspective, what were the issues that were
7 settled that allow us to go forward by affidavit?

8 MS. HARDY: I'm not familiar with the
9 issues that were negotiated between Spur and
10 Silverback. I wasn't involved in those negotiations.
11 But I just know that they reached a resolution that
12 was acceptable to both parties.

13 THE HEARING EXAMINER: So this JOA that
14 may or may not have been signed at this point. How
15 will that -- if the JOA -- could that affect this case
16 going forward?

17 MS. HARDY: No, it would just mean that
18 Silverback is not a pooled party under the order. But
19 there are other parties who are being pooled under the
20 order, so we need to proceed with the case and obtain
21 the order, regardless of Silverback's position.

22 THE HEARING EXAMINER: So from what I'm
23 understanding, Mr. Holliday, if the JOA is signed then
24 Silverback is not a party to be pooled. If it is
25 [sic] signed, then they are a party to be pooled. Is

1 that how that works?

2 MR. HOLLIDAY: Correct. If they have
3 not signed -- if a JOA has not been executed as of
4 today -- which I should have checked on, but I didn't.
5 If a JOA hasn't been executed, then they would be
6 subject to the compulsory pooling order.

7 But if an agreement is later reached
8 between the parties, that's something where the JOA
9 could supersede the pooling order, and they would
10 participate under the JOA as opposed to the terms of
11 the compulsory pooling order.

12 THE HEARING EXAMINER: Okay. That
13 clarifies it. Thank you. And it's important for the
14 Division to know this.

15 How would the Division know the outcome
16 of this JOA?

17 MS. HARDY: The parties can file a
18 notice that an agreement has been reached, and then
19 the parties involved in the agreement would not be
20 subject to the pooling order. We don't always do
21 that, but it's possible to do that. Sometimes it's
22 done. And we can do that.

23 THE HEARING EXAMINER: Okay.

24 Mr. McClure, what is your
25 understanding?

1 MR. MCCLURE: I just wanted to
2 say -- excuse me -- I just -- I don't have the
3 ordering paragraph directly in front of me, but I
4 believe there is ordering paragraphs included in our
5 standard compulsory pooling order, which does allow
6 for persons to be brought in under a JOA, and then no
7 longer being in affect under the order.

8 THE HEARING EXAMINER: So when that
9 happens, Mr. McClure, is the JOA submitted to the
10 Division so that the Division knows? Or is that
11 outside the Division's purview?

12 MR. MCCLURE: Typically speaking, I do
13 not believe that it's normal for them to submit that
14 to the Division. And I do not believe that our order
15 requires them to do so.

16 THE HEARING EXAMINER: I see.
17 So, Mr. Holliday, if a JOA is signed,
18 is that just -- that compulsory pooling order between
19 the parties -- how is that affected?

20 MR. HOLLIDAY: My understanding is that
21 if a JOA is signed after the compulsory pooling order
22 is issued, then the JOA would supersede the terms of
23 the compulsory pooling order as between the operator
24 and the party-signed operating agreement, such that
25 the terms of the operating agreement would control

1 versus the terms of the compulsory pooling order.

2 THE HEARING EXAMINER: I see.

3 MR. HOLLIDAY: You'd be substituting
4 one agreement for another, basically.

5 THE HEARING EXAMINER: I see. I see.
6 Okay. All right.

7 So, Mr. McClure, does that information
8 change whether or not you're going to have any
9 questions from the witnesses today?

10 MR. MCCLURE: No, it does not,
11 Mr. Hearing Examiner.

12 THE HEARING EXAMINER: All right.
13 Thank you. All right.

14 Mr. Holliday, if there's nothing -- are
15 there any other preliminary matters before Ms. Hardy
16 presents her case?

17 MR. HOLLIDAY: None from Silverback.
18 We're just here to preserve appellate rights and
19 observe.

20 THE HEARING EXAMINER: Perfect.

21 Ms. Hardy?

22 MS. HARDY: Thank you. Are you ready
23 for me to proceed?

24 THE HEARING EXAMINER: Yes, please.

25 MS. HARDY: Okay. Thank you.

1 Spur seeks an order pooling all
2 uncommitted interest in the Yaso formation, underlying
3 a 320 acre, more or less, standard horizontal spacing
4 unit, comprised of the southwest corner of Section 27
5 and the southeast corner of Section 28, Township 19
6 South, Range 25 East in Eddy County. That unit will
7 be dedicated to the Live Oak 27-28 State Com 20H, 50H,
8 21H, 30H, and 70H wells.

9 In this case, we've provided our
10 exhibit packet, which includes the compulsory pooling
11 checklist, the self-affirmed statement of Landman
12 Scott Hartman, and the self-affirmed statement of
13 Geologist Matthew Van Wie.

14 (Exhibit A and Exhibit B were marked
15 for identification.)

16 And both of those witnesses have
17 previously testified and been qualified as experts in
18 their respective areas.

19 Mr. Hartman provides the standard land
20 exhibits, the application, C-102s, plat of tracts,
21 well proposal and AFEs, and the chronology of contact
22 with the pooled parties. The ownership information is
23 included in Exhibit A3, which identifies the interests
24 that are being pooled.

25 Mr. Van Wie provides the standard

1 geology exhibits, which include a location map, subsea
2 structure map, structural cross-section, gun barrel
3 diagram, and wellbore location map.

4 Exhibit C is my notice affidavit, which
5 includes the sample notice letter, the chart listing
6 the parties to whom notice was sent and the dates
7 returns were received.

8 (Exhibit C was marked for
9 identification.)

10 And we did actually receive all of the
11 certified mail returns in this case, which seems to be
12 unusual these days. But we do have those, and we also
13 published out of an abundance of caution.

14 So with that, unless there are
15 questions, I would request that the exhibits be
16 admitted into the record, and that the case be taken
17 under advisement.

18 THE HEARING EXAMINER: Okay.

19 I'll start with you, Mr. Holliday. Any
20 objections?

21 MR. HOLLIDAY: None, Mr. Hearing
22 Examiner.

23 THE HEARING EXAMINER: All right.
24 Thank you.

25 Let me take a look at the exhibit

1 packet that I just downloaded. Okay. I have Exhibits
2 A1 -- I have a checklist, which I don't think is
3 actually an exhibit, so let me -- I have Exhibits A1
4 through A5, submitted with the affidavit of Mr. Scott
5 Hartman, who I see is with us today.

6 I also have the exhibits in Tab B,
7 Mr. Matthew Van Wie, along with his self-affirmed
8 statement and his Exhibits B1 through B5. And I see
9 Ms. Hardy's self-affirmed statement as Exhibit C and
10 her Exhibits C1 and C4.

11 So I will admit those into evidence
12 today, and I will turn to Mr. McClure. Are there any
13 questions?

14 MR. MCCLURE: Mr. Hearing Examiner, I
15 do not have any questions for this case.

16 THE HEARING EXAMINER: Okay, perfect.

17 So Mr. Hartman and Mr. Van Wie, thank
18 you for -- is it Van Wie, Van Wie, I'm not sure -- but
19 thank you for joining us today, and this case will be
20 taken under advisement.

21 We're off the record. Thank you.

22 (Whereupon, at 8:39 a.m. the
23 proceeding was concluded.)


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CERTIFICATE

I, JAMES COGSWELL, the officer before whom the foregoing proceedings were taken, do hereby certify that any witness(es) in the foregoing proceedings, prior to testifying, were duly sworn; that the proceedings were recorded by me and thereafter reduced to typewriting by a qualified transcriptionist; that said digital audio recording of said proceedings are a true and accurate record to the best of my knowledge, skills, and ability; that I am neither counsel for, related to, nor employed by any of the parties to the action in which this was taken; and, further, that I am not a relative or employee of any counsel or attorney employed by the parties hereto, nor financially or otherwise interested in the outcome of this action.



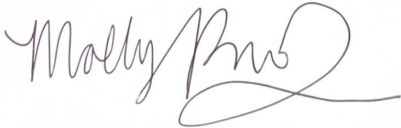
JAMES COGSWELL

Notary Public in and for the
State of New Mexico

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CERTIFICATE OF TRANSCRIBER

I, MOLLY BURTON, do hereby certify that this transcript was prepared from the digital audio recording of the foregoing proceeding, that said transcript is a true and accurate record of the proceedings to the best of my knowledge, skills, and ability; that I am neither counsel for, related to, nor employed by any of the parties to the action in which this was taken; and, further, that I am not a relative or employee of any counsel or attorney employed by the parties hereto, nor financially or otherwise interested in the outcome of this action.



MOLLY BURTON

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[sent - yaso]

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