

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:

APPLICATION OF MATADOR PRODUCTION	CASE NOS. 15891,
COMPANY FOR A NONSTANDARD OIL SPACING	15892,
AND PRORATION UNIT AND COMPULSORY	15893,
POOLING, LEA COUNTY, NEW MEXICO.	15901

REPORTER'S TRANSCRIPT OF PROCEEDINGS

EXAMINER HEARING

December 21, 2017

Santa Fe, New Mexico

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

This matter came on for hearing before the New Mexico Oil Conservation Division, Scott Dawson, Chief Examiner, Phillip Goetze, Technical Examiner, and David K. Brooks, Legal Examiner, on Thursday, December 21, 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.

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APPEARANCES

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1 (8:26 a.m.)

2 EXAMINER DAWSON: And so the first cases we  
3 will call will be numbers 37, 38 and 39.

4 These are all consolidated? Did you want  
5 to consolidate those three cases?

6 MR. BRUCE: And case 40.

7 EXAMINER DAWSON: And 40. I'm sorry.

8 So we will call for appearances on -- we'll  
9 start with case number 37, 15891 -- this is 15891,  
10 15892, 15893 and 15901, will all be consolidated.

11 Call for appearances.

12 MR. BRUCE: Mr. Examiners, Jim Bruce of  
13 Santa Fe representing the Applicant. I have two  
14 witnesses.

15 MS. MUNDS-DRY: Good morning,  
16 Mr. Examiners. Ocean Munds-Dry, COG Operating, LLC. I  
17 have no witnesses.

18 EXAMINER DAWSON: Okay. Can your witnesses  
19 please stand -- or go ahead, Mr. Hall.

20 MR. HALL: Scott Hall, Montgomery &  
21 Andrews, appearing on behalf of Devon Energy Company on  
22 all four cases.

23 EXAMINER DAWSON: Do you have any  
24 witnesses?

25 MR. HALL: No witnesses.

1 EXAMINER DAWSON: Can Mr. Bruce's witnesses  
2 stand up and be sworn in, please?

3 (Ms. Hahn and Mr. Collier sworn.)

4 EXAMINER DAWSON: So these cases are  
5 application of Matador Production Company for a  
6 nonstandard oil spacing and proration unit and  
7 compulsory pooling, Lea County, New Mexico.

8 Go ahead, Mr. Bruce.

9 CASSIE HAHN,  
10 after having been previously sworn under oath, was  
11 questioned and testified as follows:

12 DIRECT EXAMINATION

13 BY MR. BRUCE:

14 Q. Will you please state your name for the record?

15 A. My name is Cassie Hahn.

16 Q. And who do you work for and in what capacity?

17 A. I work for Matador Resources as a landman.

18 Q. Have you previously testified before the  
19 Division as a petroleum landman?

20 A. Yes.

21 Q. And were your qualifications as an expert  
22 landman accepted as a matter of record?

23 A. Yes.

24 Q. Are you familiar with the applications in these  
25 cases?

1           A.     Yes, I am.

2           **Q.     And are you familiar with the status of the**  
3     **lands which are the subject of the cases?**

4           A.     Yes.

5                     MR. BRUCE:   Mr. Examiner, I tender Ms. Hahn  
6     as an expert petroleum landman.

7                     EXAMINER DAWSON:   Any objections?

8                     MS. MUNDS-DRY:   No objection.

9                     MR. HALL:   No objection.

10                    EXAMINER DAWSON:   Ms. Hahn is so accepted.

11           **Q.     (BY MR. BRUCE) Mr. Hahn, could you briefly**  
12     **identify Exhibits 1A through D and describe the wells**  
13     **and the lands involved in these applications?**

14           A.     Sure.   Exhibits A through D are our C-102s.  
15     These are going to be for the Charles Ling Fed Com  
16     wells:   The No. 211H, in the west half-west half of  
17     Section 11, 24 South, 33 East; the Charles Ling Fed Com  
18     212H, in the east half of the west half of Section 11,  
19     24-33; the Charles Ling Fed Com 213H, in the west half  
20     of the east half of Section 11, 24 South, 33 East; and  
21     the Charles Ling 214H, in the east half-east half of  
22     Section 11, 24 South, 33 East.

23           **Q.     And which formation do you seek to pool?**

24           A.     It's a wildcat Upper Wolfcamp, and the pool  
25     code is 91835.

1           Q.    And is the pool subject to Division statewide  
2 rules?

3           A.    Yes.

4           Q.    Could you turn to Exhibit 2 and briefly  
5 identify that for the Examiner?

6           A.    Sure. This is a plat showing the section.  
7 It's showing the federal lease in the north half in the  
8 green, and it also shows fee leases in the south half.  
9 It also highlights each well unit.

10          Q.    Okay. So one-half is federal, and one-half is  
11 fee?

12          A.    Correct.

13          Q.    Where is Matador in the permitting process for  
14 these wells?

15          A.    We have an on-site planned for January, and our  
16 permit or APD will be submitted in quarter one 2018.

17          Q.    Is it possible, based on that meeting, that the  
18 surface locations could change slightly?

19          A.    Yes, they could.

20          Q.    Will the wellbore paths remain the same,  
21 however?

22          A.    Yes.

23          Q.    And the well unit orientations will remain the  
24 same?

25          A.    Right.

1           Q.    Could you turn to Exhibit 3 and identify the  
2   interest owners in the units who are yet uncommitted?

3           A.    All right.  So there are four uncommitted  
4   interest owners totaling 50 percent in each well.  They  
5   are Devon Energy Production Company, Murchison Bone  
6   Springs Drilling Program 1, COG Operating and Mobil  
7   Producing Texas & New Mexico.

8           Q.    And the interests are uniform in all four  
9   spacing units?

10          A.    Yes, they are.

11          Q.    And are they all lessees versus unleased  
12   mineral interest owners?

13          A.    Right.  They're all working interest owners.

14          Q.    And were all of these parties locatable?

15          A.    Yes.

16          Q.    Let's move on to Exhibits 4A through 4D, and  
17   briefly describe what is -- what's shown in that  
18   exhibit.

19          A.    These are sample well proposals that were sent  
20   to each party.

21          Q.    And do you have in each -- for each line --  
22   each well is a single letter, but there were similar  
23   letters sent to all interest owners?

24          A.    Yes.

25          Q.    Could you turn to Exhibit 5 and discuss your

1     **efforts to obtain the voluntary joinder of these parties**  
 2     **in the subject wells?**

3           A.     Sure. In the past few months, since about  
 4     June, we've had multiple conversations with each party  
 5     about -- or any kind of deals we can get done. No one  
 6     has signed the JOA yet. Concho sent a letter in late  
 7     October saying they did not want to participate.  
 8     Murchison wants to wait until the order is issued to  
 9     decide what they want to do, and XTO and Devon, which  
 10    XTO is now Mobil, are still reviewing their JOAs and  
 11    proposals.

12          **Q.     And have you discussed with these interest**  
 13    **owners varying options regarding possible trades?**

14          A.     Yes.

15          **Q.     Will you continue to work with the interest**  
 16    **owners?**

17          A.     Yes, we will.

18          **Q.     And those who join in the well, will you notify**  
 19    **the Division so that they will not be subject to a**  
 20    **pooling order?**

21          A.     Yes, we will.

22          **Q.     In your opinion, have you made a good-faith**  
 23    **effort to reach voluntary agreement with these interest**  
 24    **owners?**

25          A.     Yes.

1           Q.    When you sent the well proposals out, did you  
2 include AFEs with the wells?

3           A.    Yes, we did.

4           Q.    And are those marked Exhibit 6A through 6D?

5           A.    Yes, they are.

6           Q.    What are, roughly, the estimated costs for each  
7 well?

8           A.    Each well is going to be approximately 7.9  
9 million.

10          Q.    And are these costs fair and reasonable and in  
11 line with the costs of other similar wells drilled in  
12 this area of Lea County?

13          A.    Yes.

14          Q.    Do you request that Matador Production Company  
15 be appointed operator of the wells?

16          A.    Yes, we do.

17          Q.    And what overhead and administrative rates do  
18 you request?

19          A.    7,000 while drilling and 700 while producing.

20          Q.    And are these overhead rates in line with the  
21 costs charged by Matador and other operators for wells  
22 of this type?

23          A.    Yes.

24          Q.    Do you ask that the -- these overhead rates be  
25 incorporated into the order?

1           A.     Yes.

2           Q.     And do you request that they be adjusted as  
3     provided by the COPAS accounting procedure?

4           A.     Yes.

5           Q.     Do you request a maximum cost plus 200 percent  
6     risk charge in the event the interest owner goes  
7     nonconsent in the well?

8           A.     Yes, we do.

9           Q.     And was notice given to the interest owners  
10    being pooled?

11          A.     Yes, there was.

12          Q.     And is that marked Exhibit 7?

13          A.     Yes.

14          Q.     You did make contact with Murchison Oil & Gas  
15    and have discussed these wells with them; have you not?

16          A.     Yes, a few times.

17          Q.     And their address is the one given on the  
18    notice letter in Austin, I believe?

19          A.     Right.

20          Q.     That is their -- that is the address you were  
21    using with them?

22          A.     Yes.

23                   MR. BRUCE:  Mr. Examiner, part of Exhibit  
24    7, you'll see that the Murchison interest -- or the  
25    letter, I should say, was refused, but it is the correct

1 address. But I did publish notices against them, which  
2 is the last page of Exhibit 7.

3 Q. (BY MR. BRUCE) And does the first page of  
4 Exhibit 8 reflect the offset operators or working  
5 interest owners to the proposed well?

6 A. Yes.

7 Q. And is the other part of Exhibit 8, is that my  
8 Affidavit of Notice to the offsets?

9 A. Yes.

10 MR. BRUCE: And everyone did receive  
11 notice, Mr. Examiner.

12 Q. (BY MR. BRUCE) Were Exhibits 1 through 8  
13 prepared by you or under your supervision or compiled  
14 through company business records?

15 A. Yes, they were.

16 Q. And in your opinion, is the granting of these  
17 applications in the interest of conservation and the  
18 prevention of waste?

19 A. Yes, they are.

20 MR. BRUCE: Mr. Examiner, I move the  
21 admission of Exhibits 1 through 8.

22 EXAMINER DAWSON: Any objections?

23 MR. HALL: No objection.

24 MS. MUNDS-DRY: No objections.

25 MR. BRUCE: Pass the witness.

1 EXAMINER DAWSON: Exhibits 1 through 8 will  
2 be admitted at this time.

3 (Matador Production Co. Exhibit Numbers 1  
4 through 8 are offered and admitted into  
5 evidence.)

6 EXAMINER DAWSON: Mr. Hall?

7 MR. HALL: I have no questions.

8 EXAMINER DAWSON: Ocean?

9 MS. MUNDS-DRY: I do have a couple of  
10 questions.

11 CROSS-EXAMINATION

12 BY MS. MUNDS-DRY:

13 Q. Ms. Hahn, were you emailed a copy of the JOA  
14 that you reference in Exhibit 3 just recently maybe?

15 A. We were only emailed the memo of the JOA that  
16 was recorded, so we didn't get any of the provisions or  
17 the bulk of the JOA.

18 Q. Did the -- the JOA that you were emailed, did  
19 it show to reflect the interests by each of the parties  
20 in that JOA?

21 A. Yes. The second JOA that I got last week did.

22 Q. So these interests that are shown on Matador's  
23 Exhibit 3 are -- are not reflecting that -- the interest  
24 in that JOA?

25 A. Right, because we don't -- we haven't seen the

1 JOA, so we don't know if there are any joint loss  
2 provisions or anything that would change those interests  
3 so just went based on our title opinion.

4 Q. Fair enough.

5 And you mentioned that you are still in  
6 discussions with Concho, correct?

7 A. Yes.

8 Q. And -- and I think Mr. -- I just want to make  
9 sure I understand. You're still planning to continue  
10 your negotiations with Concho?

11 A. Correct. Yes.

12 Q. Great.

13 And do you know when -- you mentioned  
14 earlier in your testimony that you don't have your  
15 on-site planned until January; is that correct?

16 A. Right.

17 Q. And how long do you anticipate it will take to  
18 get an approved APD for this well -- these wells?

19 A. Right now it's taking anywhere from six to 11  
20 months. The quickest we've seen is six, and the longest  
21 we've seen is 12 months.

22 Q. Yes. It's frustrating. I understand.

23 A. Right.

24 Q. And do you know if Matador plans to commence  
25 drilling the well as soon as it obtains an API?

1           A.    Yes, we do.

2           **Q.    Thank you very much.**

3                   **MS. MUNDS-DRY:   I have nothing further.**

4                   EXAMINER DAWSON:   Okay.   Any questions,  
5   Phil?

6                   EXAMINER GOETZE:   No questions of this  
7   witness.

8                   EXAMINER DAWSON:   David?

9                               CROSS-EXAMINATION

10   BY EXAMINER BROOKS:

11           **Q.    Are there any overriding royalty interests on**  
12 **any of these leases?**

13           A.    On the fee leases, there is.   We got these  
14 leases from a term assignment, and so we have an  
15 override from that as well.

16           **Q.    You have an override?**

17           A.    Well, the company that gave us the term  
18 assignment as the override, so it's taken out of our --

19           **Q.    And is that on the federal lease?**

20           A.    The fee leases.

21           **Q.    Fee leases?**

22           A.    Yes, sir.

23           **Q.    No overrides on the federal leases?**

24           A.    No.   Just the royalty rate.

25           **Q.    Okay.   Thank you.**

1           A.    No problem.

2                               CROSS-EXAMINATION

3   BY EXAMINER DAWSON:

4           Q.    And you were able to contact all of those  
5   overrides?

6           A.    Yes.

7           Q.    Okay.   Okay.   That's all the questions I have.  
8   Thank you very much, Ms. Hahn.

9                               EXAMINER DAWSON:   You may call your next  
10   witness.

11                              CLARK COLLIER,  
12           after having been previously sworn under oath, was  
13           questioned and testified as follows:

14                              DIRECT EXAMINATION

15   BY MR. BRUCE:

16           Q.    Would you please state your name for the  
17   record?

18           A.    Clark Collier.

19           Q.    And who do you work for and in what capacity?

20           A.    I work for Matador Resources Company as a  
21   senior geologist.

22           Q.    Have you previously testified before the  
23   Division and been qualified as an expert petroleum  
24   geologist?

25           A.    Yes.

1           Q.    Are you familiar with the status of the lands  
2   in the subject area?

3           A.    Yes.

4           Q.    And are you familiar with the applications  
5   filed in these cases?

6           A.    Yes.

7           Q.    And have you conducted a geologic study of the  
8   area?

9           A.    Yes, I have.

10                   MR. BRUCE:  Mr. Examiner, I tender  
11   Mr. Collier as an expert petroleum geologist.

12                   EXAMINER DAWSON:  Any objections?

13                   MR. HALL:  No objection.

14                   MS. MUNDS-DRY:  No objection.

15                   EXAMINER DAWSON:  Mr. Collier will be  
16   admitted as an expert petroleum geologist at this time.

17           Q.    (BY MR. BRUCE) Briefly, what is Exhibit 9,  
18   Mr. Collier?

19           A.    9 is a locator map outlining the Northern  
20   Delaware Basin.  The Charles Ling project area is  
21   highlighted in the yellow box there and a red square  
22   around it located in Lea County, New Mexico.

23           Q.    And what is Exhibit 10?

24           A.    This is a structure map on the top of the  
25   Wolfcamp.  The yellow sticks are the planned wells.  You

1 can also see a cross section from A to A prime, south to  
2 north. It's also shown on the map there. The wells  
3 that will be drilled are going slightly updip less than  
4 1 degree or so.

5 Q. The wells you chose for the cross section, are  
6 the logs from those wells fairly representative of the  
7 Wolfcamp in this area?

8 A. Yes.

9 Q. Move on to the cross section on Exhibit 11 and  
10 discuss that for the Examiners.

11 A. So this is a cross section from A to A prime as  
12 indicated on the previous map, the south on the left  
13 side, on the north, on the right side. You can see a  
14 cartoon of where we plan to drill these wellbores just  
15 below the Wolfcamp top. The wells have a few different  
16 logs on them depending on what data we had available.  
17 So I'll look at the log on the far left, the Stevens  
18 Lela Mae Federal Com No. 1 and go through the tracks  
19 there.

20 On the far left, the black-and-white track  
21 is the gamma ray, and moving to the right, the yellow --  
22 the gray track is our photoelectric. And then the  
23 yellow and blue track there, that's the neutron porosity  
24 and both [sic] density. And then we have -- the green  
25 highlighted track is a resistivity track. And, again,

1 to the right of that, we have a neutron porosity and  
2 density porosity, and the furthest right track is a  
3 solid --

4 Q. You don't have all of these logs on each of the  
5 wells, do you?

6 A. No, sir.

7 Q. What is Exhibit 12?

8 A. This is an isopach map over the project area of  
9 the Wolfcamp Formation. As you can see, it's between  
10 900 feet and 1,200 feet thick across the entire project  
11 area.

12 Q. Looking at Exhibits 11 and 12, is the Wolfcamp  
13 uniform across each particular well unit?

14 A. Yes.

15 Q. And in your opinion, will each quarter-quarter  
16 section in each well unit be more or less equally  
17 productive?

18 A. Yes, sir.

19 Q. Are there any impediments which would obstruct  
20 the drilling of a horizontal well in Section 11?

21 A. No, sir.

22 Q. And finally we'll move on to Exhibits 13A  
23 through D and briefly describe them.

24 A. These are wellbore diagrams or cartoons that  
25 show kind of an outline of our planned wellbores there,

1 and they will be complying to the setbacks as defined by  
2 the rules.

3 Q. In your opinion, is the granting of Matador's  
4 applications in the interest of conservation and the  
5 prevention of waste?

6 A. Yes.

7 Q. And were Exhibits 9 through 13 prepared by you  
8 or under your supervision?

9 A. Yes.

10 MR. BRUCE: Mr. Examiner, I move the  
11 admission of Matador's Exhibits 9 through 13.

12 EXAMINER DAWSON: Any objections?

13 MR. HALL: No objection.

14 MS. MUNDS-DRY: No objection.

15 EXAMINER DAWSON: Matador's Exhibits 9  
16 through 13 will be admitted to the record at this time.

17 (Matador Production Co. Exhibit Numbers 9  
18 through 13 are offered and admitted into  
19 evidence.)

20 MR. BRUCE: I pass the witness.

21 MR. HALL: No questions.

22 MS. MUNDS-DRY: No questions.

23 EXAMINER DAWSON: Questions?

24 EXAMINER BROOKS: No questions.

25

1 CROSS-EXAMINATION

2 BY EXAMINER GOETZE:

3 Q. Good morning.

4 A. Good morning.

5 Q. And to you, it was a geologic impediment, just  
6 not all impediments?

7 MR. BRUCE: Well, we're not talking about  
8 the BLM.

9 (Laughter.)

10 EXAMINER GOETZE: Clarity for the record.  
11 Thank you (laughter).

12 Q. (BY EXAMINER GOETZE) on your Exhibit 10, we see  
13 numerous other wells there completed.

14 A. Yes.

15 Q. What are those completed in?

16 A. Most of them are in the 2nd Bone Spring. And I  
17 will admit that there is a well -- there is one well on  
18 this map that is missing. It is a Wolfcamp producer.  
19 That was updated in our database in the time that I made  
20 this map on section. It's a 1-1/2-mile well in the west  
21 half-west half of Section 10. It goes up into Section  
22 3, and that's producing the same correlative interval  
23 that we plan to drill these wells in.

24 Q. Who has that well?

25 A. That's an EOG well.

1           Q.    Other than that, the Wolfcamp development in  
2 this area is fairly limited or --

3           A.    In this immediate area, it is. In the broader  
4 area, Lea County, it's definitely heating up.

5           Q.    Okay. I just wanted to see what we have  
6 represented on the map.

7                        So with this preference, the north to  
8 south, you feel is going to be the best production of  
9 recovery?

10          A.    Yes, sir.

11          Q.    And just out of curiosity, we have a fault  
12 represented here?

13          A.    Yes, sir.

14          Q.    And on your isopach, it doesn't seem to show  
15 any indications of changing some impact on how much  
16 total thickness. Is that just an interpretation?

17          A.    You could call it an interpretation. Yes, sir.

18          Q.    So I just wonder why you would not have a  
19 change in preference with orientation, but we'll go with  
20 that.

21                       Other than that, I have no more questions.  
22 Thank you.

23                       EXAMINER DAWSON: Mr. Brooks?

24                       EXAMINER BROOKS: No questions.

25

1 CROSS-EXAMINATION

2 BY EXAMINER DAWSON:

3 Q. I do have one question on Exhibit Number 10,  
4 your structure map with the fault.

5 A. Yes, sir.

6 Q. So that fault -- the downthrown side is on the  
7 west side; is that correct?

8 A. Yes, sir.

9 Q. That's all the questions I have. Thank you.

10 MR. BRUCE: nothing further in this matter,  
11 Mr. Examiner. But could we get an expedited order?

12 MS. MUNDS-DRY: Oh, my gosh.

13 (Laughter.)

14 EXAMINER DAWSON: Can we get a director?

15 EXAMINER GOETZE: We'll put it under the  
16 tree for you.

17 MR. BRUCE: Don't look too hard.

18 MS. MUNDS-DRY: Mr. Examiner, could I just  
19 make a brief statement, please, for the record?

20 EXAMINER DAWSON: Yes.

21 MS. MUNDS-DRY: With respect to the land  
22 testimony, I understand that this will take some time to  
23 get an APD. And I think we're entitled to this anyway,  
24 but I feel like I need to put it on the record. If they  
25 do seek an extension of this order, Concho would sure

1    like to have notice of that, because, frankly, we're  
2    keen to develop this acreage if they do not.  So if  
3    they're going to seek an extension, we would like to  
4    know about it and have the opportunity to discuss it at  
5    that time.  I think we'd get it anyway, but I just want  
6    to make that note for the record again.

7                   EXAMINER GOETZE:  An extension of what?

8                   MS. MUNDS-DRY:  Of the pooling order,  
9    because as the land witness said, it may take a year to  
10   get this APD approved anyway, which is about the length  
11   of a pooling order.  So I have concerns about whether  
12   they're going to get this done within that period of  
13   time.  So we would just like to know if they're going to  
14   seek an extension and have the opportunity to discuss it  
15   then.  See what I'm saying?

16                  EXAMINER GOETZE:  Yes.  Look under the tree  
17   also.

18                  MS. MUNDS-DRY:  Yes (laughter).

19                  EXAMINER GOETZE:  So noted.

20                  EXAMINER DAWSON:  Yes.

21                  MS. MUNDS-DRY:  Thank you.

22                  EXAMINER DAWSON:  That concludes 15891,  
23   892, 893 and 894 [sic].  They will be taken under  
24   advisement at this time.  Thank you very much.

25                         (Case Numbers 15891, 15892, 15893 and 15901

1 conclude, 8:47 a.m.)  
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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 DATED this 12th day of January 2018.

21

22

23 MARY C. HANKINS, CCR, RPR  
24 Certified Court Reporter  
25 New Mexico CCR No. 20  
Date of CCR Expiration: 12/31/2018  
Paul Baca Professional Court Reporters