

**BEFORE THE OIL AND GAS CONSERVATION COMMISSION
OF THE STATE OF COLORADO**

IN THE MATTER OF CHANGES TO THE)	CAUSE NO. 1R
RULES AND REGULATIONS OF THE OIL)	
AND GAS CONSERVATION COMMISSION)	DOCKET NO. 0803-RM-02
OF THE STATE OF COLORADO)	

**RESPONSE OF ANADARKO, BLACK HILLS, AND PIONEER
IN SUPPORT OF COGA’S SECOND SUPPLEMENTAL PROPOSAL ON
CONDUCT OF HEARING AND TIME ALLOCATIONS**

Anadarko Petroleum Corporation (“Anadarko”), Black Hills Exploration and Production, Inc. (“Black Hills”) and Pioneer Natural Resources USA, Inc. (“Pioneer”) (collectively the “Parties”) submit this response in support of the Second Supplemental Proposal of COGA on the Conduct of Hearing and Time Allocations, also to be filed today, and state as follows:

1. The Parties wish to emphasize the need to allow time for the consideration of basin-specific issues, modifications and consensus alternate proposals being pursued by these Parties and other parties to the Rulemaking.
2. These Parties also endorse the “Order of Hearing” segment of COGA’s Second Supplemental Proposal, and wish to further emphasize that one of Anadarko’s witnesses, Dr. John Kind, will testify on Rule 805 and odor management issues and should be scheduled to provide such testimony in close proximity to the witnesses being presented by COGA on Rules 804 and 805. Anadarko’s other witnesses may be scheduled in a different segment of the Hearing without significantly truncating the presentation of Anadarko’s testimony in this proceeding.
3. These Parties also endorse COGA’s request that any staff remarks other than in response to Commission questions should be counted against the staff’s allocated time for direct and rebuttal testimony and cross-examination, if any.
4. Additionally, these Parties wish to reiterate the comment of their counsel at the Procedural Hearing on May 22, regarding the difficulty in consolidating further the testimony of individual industry parties to fit within the overall hearing schedule suggested in the Third Prehearing Order. Because the Draft Rules are meant to apply broadly to operations in various producing geologic basins within Colorado, and yet affect each operator in those different basins very differently, each of these Parties feels very strongly that it should be afforded the time necessary to make the impact of those rules known to the Commission prior to taking action on the Draft Rules at the conclusion of the hearing in this matter.
5. As was stated at the Status Conference of the Parties on May 15, these Parties have requested ten and one-half hours to present approximately nineteen witnesses (including, for Pioneer, the testimony of several Las Animas County landowner and business groups) who may refer to approximately twenty-six exhibits, and while there is some potential for limited consolidation, these Parties believe that twelve hours of allocated time for the entire industry to

address all of the important issues associated with the Draft Rules is woefully inadequate and unfair, and therefore objectionable. We are hopeful that Acting Director Neslin, in consultation with Hearing Officer Epel and Commissioner Martin, will propose a revised hearing schedule that provides significant additional time for the industry to present direct and rebuttal testimony, and an expanded opportunity for questions from the Commission on issues of importance to individual operators. The foregoing notwithstanding, these Parties specifically reserve and do not waive their objections to the procedural aspects of this proceeding.

Dated this 27th day of May, 2008.

Respectfully submitted,

/s John R. Jacus

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ATTORNEYS FOR ANADARKO PETROLEUM
CORPORATION, BLACK HILLS EXPLORATION
AND PRODUCTION, INC., AND PIONEER
NATURAL RESOURCES USA, INC.

CERTIFICATE OF SERVICE

I hereby certify that one (1) original and fifteen (15) true and correct copies of the attached RESPONSE OF ANADARKO, BLACK HILLS, AND PIONEER IN SUPPORT OF COGA'S SECOND SUPPLEMENTAL PROPOSAL ON CONDUCT OF HEARING AND TIME ALLOCATIONS were served by courier delivery on the 27th day of May, 2008, and filed with the Colorado Oil and Gas Conservation Commission, as follows:

Patricia Beaver, Hearing Manager
Docket No. 0803-RM-02
Oil and Gas Conservation Commission
1120 Lincoln Street, Suite 801
Denver, Colorado 80203

and further certify that two (2) true and correct copies of said petition were served by courier delivery on the 27th day of May, 2008, to the Department of Law, as follows:

Kelly Rees
Colorado Department of Law
1525 Sherman Street, 7th Floor
Denver, Colorado 80203

and lastly certify that true and correct electronic copies or hard copies of said petition were delivered to:

Patricia Beaver at tricia.beaver@state.co.us
Marc Fine at marc.fine@state.co.us.
Kelly Rees at kelly.rees@state.co.us
E-Parties and Hard Copy Parties of Record in this COGCC
Rulemaking.

/s Christine M. Thompson _____