

**BEFORE THE OFFICE OF THE STATE ENGINEER
STATE OF COLORADO**

**IN THE MATTER OF RULES AND REGULATIONS FOR)
THE DETERMINATION OF THE NONTRIBUTARY NATURE) 2 CCR 402-17
OF GROUND WATER PRODUCED THROUGH WELLS)
IN CONJUNCTION WITH THE MINING OF MINERALS)**

FIRST PREHEARING ORDER

APPOINTMENT OF HEARING OFFICER

The State Engineer, Dick Wolfe, has appointed Casey Shpall, Deputy Attorney General, to act as Hearing Officer on prehearing matters in this rulemaking proceeding.

STATUS CONFERENCE

The Hearing Officer will convene a status conference on **October 9, 2007, at 10:00 a.m.** The location of the status conference has changed from the original notice and will now be held at the **Colorado Attorney General's Office, 1525 Sherman Street, 6th floor, Denver, CO 80203.** To check in, please proceed to the 6th floor.

PROPOSED RULES

The notice of proposed rulemaking and the proposed rules are posted on the Colorado Division of Water Resources' website <http://www.water.state.co.us/wateradmin/NontribGw.asp> along with other information regarding this rulemaking proceeding. Information relevant to this rulemaking will be posted on this website throughout these proceedings.

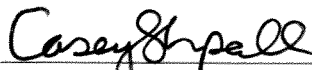
PROPOSED ALTERNATE RULES

Any proposed alternate rules must be submitted to the State Engineer by October 2, 2009 and served on all parties as set forth in the Notice of Proposed Rulemaking, dated August 31, 2009.

PARTY STATUS

All those who requested party status are set forth in the attached Request for Party Status list. All requests for party status are granted, including late party status to EOG Resources.

Dated this 30th day of September, 2009



Casey Shpall
Hearing Officer

Rulemaking for Produced Nontributary Ground Water
Party List (October 2, 2009)

Agency/Person	Street Address	Represented By	Email Address
Altela, Inc.	5350 S Roslyn St., Suite 430, Englewood, CO, 80111, (303) 993-1950	Matthew Bruff, Altela, Inc., 5350 S Roslyn St., Suite 430, Englewood, CO, 80111, (303) 993-1950	matthew.bruff@altelainc.com
Anadarko Petroleum Company	1099 18th St., Suite 1800, Denver, CO, 80202, (720) 929-6804	Zach C. Miller, Davis Graham & Stubbs LLP, 1550 Seventeenth St., Suite 500, Denver, CO, 80202	zach.miller@dgsllaw.com
Bill Barrett Corporation	1099 18th St., Suite 2300, Denver, CO, 80202	Frederick A. Fendel, III, Petrock & Fendel, P.C., 700 17th St., Suite 1800, Denver, CO, 80202, (303) 534-0702	rick@petrockfendel.com
BP America Production Company	380 Airport Road, Durango, CO, 81303, (970) 247-6800	Zach C. Miller, Davis Graham & Stubbs LLP, 1550 Seventeenth St., Suite 500, Denver, CO, 80202	zach.miller@dgsllaw.com
Centennial Water and Sanitation District	62 West Plaza Drive, Highlands Ranch, CO, 80129, (303) 791-0430	Timothy R. Buchanan, Buchanan and Sperling, P.C., 7703 Ralston Road, Arvada, CO, 80002, (303) 431-9141	trb@tbvs.net , vsperling@tbvs.net
Chevron U.S.A. Inc./Chevron Midcontinent, L.P./Four Star Oil & Gas Company	11111 S Wilcrest, Room N-2009, Houston, TX, 77099	Mark A. Hermundstad and Kirsten M. Kurath, Williams, Turner & Holmes, P.C., P.O. Box 338, 200 N 6th St., Grand Junction, CO 81502-0338, (970) 242-6262	mherm@wth-law.com , kmkurath@wth-law.com
City of Boulder	P.O. Box 791, Boulder, CO, 80306, (303) 441-3200	Timothy R. Buchanan, Buchanan and Sperling, P.C., 7703 Ralston Road, Arvada, CO, 80002, (303) 431-9141	trb@tbvs.net , vsperling@tbvs.net
City of Trinidad	135 N Animas, P.O. Box 880, Trinidad, CO, 81082	Jeffrey J. Kahn, Lyons, Gaddis, Kahn & Hall, P.O. Box 978, Longmont, CO, 80502, (303) 776-9900	jkahn@jgkhlaw.com
Climax Molybdenum Company	Clear Creek and Grand Counties, CO	Brian Nazareus, Ryley Carolock & Applewhite, 1999 Broadway, Suite 1800, Denver, CO, 80202, (303) 863-7500	bnazareus@rcalaw.com
Colorado Environmental Coalition	1536 Wynkoop St., #5C, Denver, CO, 80202, (303) 405-6714	Becky Long, Colorado Environmental Coalition, 1536 Wynkoop St., #5C, Denver, CO, 80202, (303) 405-6714	becky@cecenviro.org
Colorado Interstate Gas Company	2 N Nevada, Colorado Springs, CO, 80903	Daniel J. Schnee, 2 N Nevada, Colorado Springs, CO, 80903, (719) 520-4337	daniel.schnee@elpaso.com
Colorado Oil & Gas Association	Lindsey Gage, 1660 Lincoln St., Suite 2710, Denver, CO, 80264	Ken Wonstolen, Andrew Bremner, Beatty & Wozniak, P.C., 216 16th St., Suite 1100, Denver, CO, 80202, (303) 407-4499	kwonstolen@bwnenergylaw.com , abremner@bwnenergylaw.com
Colorado Petroleum Association	1580 Lincoln St., Suite 1125, Denver, CO, 80203	John Paul Semen, Jr., 1660 Lincoln St., Suite 1460, Denver, CO, 80264, (720) 377-0704	jseman@jps-law.net
Colorado River Water Conservasion District	201 Centennial St., Suite 200, P.O. Box 1120, Glenwood Springs, CO, 81601	Jason Turner, CRWCD, P.O. Box 1120, Glenwood Springs, CO, 81602, (970) 945-8522	jturner@crwcd.org
Conejos Water Conservancy District	P.O. Box 550, Manassa, CO, 81141, (719) 843-5261	Patricia M. DeChristopher, Moses, Wittemyer, Harrison & Woodruff, P.C., 1002 Walnut St., Suite 300, P.O. Box 1440, Boulder, CO, 80306, (303) 443-8782	pdechristopher@mwh.com
ConocoPhillips Company	3401 E 30th St., Farmington, NM, 87401	Gregg Wurtz, 3401 E 30th St., Farmington, NM, 87401, (505) 326-9537	gregg.g.wurtz@conocophillips.com
Conquest Disposal Services	8207 W 20th St., Greeley, CO, 80634	Steven J. Bushong, Porzak, Browning & Bushong, LLP, 929 Pearl St., Suite 300, Boulder, CO, 80302, (303) 443-6800	sjbushong@pbblaw.com
Cripple Creek & Victor Gold Mining Company	Teller County, CO	Michael D. Shimmin, Vranesh and Raisch, LLP, P.O. Box 871, 1720 14th St., Suite 200, Boulder, CO, 80306, (303) 443-6151	mds@vrlaw.com
Cucharas Sanitation & Water District	Huerfano County, CO 370 17th St., Suite 4300, Denver, CO, 80202, (303) 575-0386, bmacke@deltapetro.com	Lila Harvey, Delta Petroleum, 370 17th St., Suite 1300, Denver, CO, 80202, (303) 820-0192	lharvey@deltapetro.com
Delta Petroleum Corporation	1600 W 12th Ave., Denver, CO, 80204, (303) 628-6460	Mary B. Rastall, Denver Water Legal Division, 1600 W 12th Ave., Denver, CO, 80204, (303) 628-6460	mary.rastall@denverwater.org
Diamond Operating Inc.	6680 Gunpark Drive, Suite 100, Boulder, CO, 80301, (303) 494-4420	David C. Peterson, Diamond Operating, Inc., 6680 Gunpark Drive, Suite 100, Boulder, CO, 80301, (303) 494-4420	davep@flatironenergy.com
El Paso E&P Company, L.P.	1010 Travis St., Suite 9.041, Houston, TX, 77002, (713) 420-2600	Christopher L. Thorne, Holland & Hart LLP, P.O. Box 8749, Denver, CO, 80201-8749, (303) 295-8000	cthorne@hollandhart.com
El Paso E&P Company, L.P.	2 N Nevada, Colorado Springs, CO, 80903	Daniel J. Schnee, 2 N Nevada, Colorado Springs, CO, 80903, (719) 520-4337	daniel.schnee@elpaso.com
EnCana Oil & Gas (U.S.A.) Inc.	370 17th St., Suite 1700, Denver, CO, 80202, (303) 623-2300	Zach C. Miller, Davis Graham & Stubbs LLP, 1550 Seventeenth St., Suite 500, Denver, CO, 80202	zach.miller@dgsllaw.com
Energen Resources Corporation	605 Richard Arrington Jr. Blvd. North, Birmingham, AL, 35203, (205) 326-8129	Ken Wonstolen, Andrew Bremner, Beatty & Wozniak, P.C., 216 16th St., Suite 1100, Denver, CO, 80202, (303) 407-4499	kwonstolen@bwnenergylaw.com , abremner@bwnenergylaw.com
EOG Resources	600 17th St., Suite 1000N, Denver, CO, 80202	Ken Wonstolen, Andrew Bremner, Beatty & Wozniak, P.C., 216 16th St., Suite 1100, Denver, CO, 80202, (303) 407-4499	kwonstolen@bwnenergylaw.com , abremner@bwnenergylaw.com
Exxon Mobil Corporation/ExxonMobil Oil Corporation	800 Bell St., Room 1729G, Houston, TX, 77002	Kristin Howse Moseley, Glenn E Porzak, Porzak Browning and Bushong, LLP, 929 Pearl St., Suite 300, Boulder, CO, 80302, (303) 443-6800	kmoseley@pbblaw.com
Gunnison Energy Corporation	1801 Broadway, Suite 1200, Denver, CO, 80202, (303) 296-4222	Wayne F. Forman, Brownstein, Hyatt, Farber, Schreck, LLP, 410 17th St., Suite 2200, Denver, CO, 80202, (303) 223-1100	wforman@bhfs.com
GW Management Districts	Northern High Plains Designated Ground Water Basin	Michael D. Shimmin, Vranesh and Raisch, LLP, P.O. Box 871, 1720 14th St., Suite 200, Boulder, CO, 80306, (303) 443-6151	mds@vrlaw.com
Harmony Ditch Company	30171 CR 75, Crook, CO, 80726, (970) 886-3021	Timothy R. Buchanan, Buchanan and Sperling, P.C., 7703 Ralston Road, Arvada, CO, 80002, (303) 431-9141	trb@tbvs.net , vsperling@tbvs.net
Hill Ranch, Ltd./Kozad Properties, Ltd./GLENHILLS Ranch, Ltd.	3794-C Highway 67 West, Glen Rose, TX, 76043	Sarah Klahn, White & Jankowski, LLP, 511 16th St., Suite 500, Denver, CO, 80202, (303) 595-9441	sarahk@white-jankowski.com
Julander Energy Co.	475 17th St., Suite 700, Denver, CO, 80202	Frederick A. Fendel, III, Petrock & Fendel, P.C., 700 17th St., Suite 1800, Denver, CO, 80202, (303) 534-0702	rick@petrockfendel.com
K.P. Kauffman Company, Inc.	1675 Broadway, Suite 2800, Denver, CO, 80202, (303) 825-4822	William H. Caile, Holland & Hart LLP, P.O. Box 8749, Denver, CO, 80201-8749, (303) 295-8000	whcaile@hollandhart.com
Linde LLC	575 Mountain Ave., Murray Hill, NJ, 07974, (908) 771-1613	Bruce Bolduc, Linde LLC, 575 Mountain Ave., Murray Hill, NJ, 07974, (908) 771-1613	bruce.bolduc@linde.com
McElvain Oil & Gas Properties, Inc.	1050 17th St., Suite 1800, Denver, CO, 80265, (303) 893-0933x315	Zach C. Miller, Davis Graham & Stubbs LLP, 1550 Seventeenth St., Suite 500, Denver, CO, 80202	zach.miller@dgsllaw.com

Rulemaking for Produced Nontributary Ground Water
Party List (October 2, 2009)

Natural Soda, Inc.	3200 CR 31, Rifle, CO, 81650, (970) 878-3674	Timothy R. Buchanan, Buchanan and Sperling, P.C., 7703 Ralston Road, Arvada, CO, 80002, (303) 431-9141	trb@tbvs.net, vsperling@tbvs.net
Noble Energy, Inc.	Noble Energy, Inc., 1625 Broadway, Suite 2200, Denver, CO, 80202, (303) 228-4028	Robert G. Leo, Senior Counsel, Noble Energy, Inc., 1625 Broadway, Suite 2200, Denver, CO, 80202, (303) 228-4028	rleo@nobleenergyinc.com
North Fork Landowner's Association	14218 Switchback Road, Weston, CO, 81091, (719) 859-4484	Tracy Dahl, 14218 Switchback Road, Weston, CO, 81091, (719) 859-4484	polarsolar@hughes.net
North Sterling Irrigation District	P.O. Box 103, Sterling, CO, 80751, (970) 522-2025	Timothy R. Buchanan, Buchanan and Sperling, P.C., 7703 Ralston Road, Arvada, CO, 80002, (303) 431-9141	trb@tbvs.net, vsperling@tbvs.net
OXY USA	5 Greenway Plaza, Suite 110, Houston, TX, 77046	Nick A. Swartzendruber, Poulson, Odell & Peterseon, LLC, 1775 Sherman St., Suite 1400, Denver, CO, 80203, (303) 861-4400	scampbell@popllc.com , nswartzendruber@popllc.com
Pawnee Well Users, Inc.	P.O. Box 1150, Sterling, CO, 80751, (970) 522-7330	Timothy R. Buchanan, Buchanan and Sperling, P.C., 7703 Ralston Road, Arvada, CO, 80002, (303) 431-9141	trb@tbvs.net, vsperling@tbvs.net
Petro-Canada Resources (USA) Inc.	999 18th St., Suite 600, Denver, CO, 80202, (303) 297-7708	Ken Wonstolen, Andrew Bremner, Susan L. Aldridge, Beatty & Wozniak, P.C., 216 16th St., Suite 1100, Denver, CO, 80202, (303) 407-4499	kwonstolen@bwnenergylaw.com, abremner@bwnenergylaw.com, saldridge@bwnenergylaw.com
Petroglyph Energy Inc.	P.O. Box 70019, Boise, ID, 83707, (208) 685-7685	Ken Wonstolen, Andrew Bremner, Beatty & Wozniak, P.C., 216 16th St., Suite 1100, Denver, CO, 80202, (303) 407-4499	kwonstolen@bwnenergylaw.com, abremner@bwnenergylaw.com
Petroleum Development Corporation	1775 Sherman St., Suite 3000, Denver, CO, 80203, (303) 860-5800	Randall Ferguson, Petroleum Development Corporation, 1775 Sherman St., Suite 3000, Denver, CO, 80203, (303) 860-5800	rferguson@petd.com
Pioneer Natural Resources USA, Inc.	1401 17th St., Suite 122, Denver, CO, 80202, (303) 675-2704	Christopher L. Thorne, Holland & Hart LLP, P.O. Box 8749, Denver, CO, 80201-8749, (303) 295-8000	cthorne@hollandhart.com
Produced Water Development LLC	3801 Automation Way, Fort Collins, CO, 80525	Steven J. Bushong, Porzak, Browning & Bushong, LLP, 929 Pearl St., Suite 300, Boulder, CO, 80302, (303) 443-6800	sibushong@pbblaw.com
Purgatoire River Water Conservancy District	314 W Main St., Trinidad, CO, 81082, (719) 846-7285	Julianne M. Woldridge, MacDougall, Woldridge & Worley, P.C., 530 Communication Circle, Suite 204, Colorado Springs, CO, 80905, (719) 520-9288	jwoldridge@waterlaw.tv
Questar Market Resources, Inc.	1050 17th St., Suite 500, Denver, CO, 80202, attn: Kimberley Kaiser, kimberly.kaiser@questar.com	Frederick A. Fendel, III, Petrock & Fendel, P.C., 700 17th St., Suite 1800, Denver, CO, 80202, (303) 534-0702	rick@petrockfendel.com
Red River Ranch Holdings, LLC	1251 Avenue of the Americas, 53rd Floor, New York, NY, 10020, (212) 782-6019	James J. Killean, 1675 Broadway, Suite 2600, Denver, CO, 80202, (303) 628-3608	jkillean@irelandstapleton.com
Rocky Mountain Farmers Union	5655 S Yosemite Suite 400, Greenwood Village, CO, 80111, (303) 752-5800	Charles Holum, 4633 Montview Blvd., Denver, CO, 80207, (303) 316-9416	chollum@msn.com
Rosetta Resources Operating LP	1200 17th St., Suite 770, Denver, CO, 80202, (720) 359-9144	Zach C. Miller, Davis Graham & Stubbs LLP, 1550 Seventeenth St., Suite 500, Denver, CO, 80202	zach.miller@dgsllaw.com
Rosetta Resources Operating LP	1200 17th St., Suite 770, Denver, CO, 80202, (720) 359-9144	Norman Ewart, 717 Texas Ave., Suite 2800, Houston, TX, 77002, (713) 335-4041	norman.ewart@rosettaresources.com
Rosewood Resources Inc.	2101 Cedar Springs Road, Suite 1500, Dallas, TX, 75201, (214) 849-9379	Zach C. Miller, Davis Graham & Stubbs LLP, 1550 Seventeenth St., Suite 500, Denver, CO, 80202	zach.miller@dgsllaw.com
Samson Resources Company	Two West Second St., Tulsa, OK, 74103, (918) 591-1234	Ken Wonstolen, Andrew Bremner, Beatty & Wozniak, P.C., 216 16th St., Suite 1100, Denver, CO, 80202, (303) 407-4499	kwonstolen@bwnenergylaw.com, abremner@bwnenergylaw.com
Senior Water Right Owners (Alan Bielski, Ben and Melanie Bounds, Corsentino Dairy Farms, Inc., James and Mary Fitzgerald)	Colorado and New Mexico	Sarah Klahn, White & Jankowski, LLP, 511 16th St., Suite 500, Denver, CO, 80202, (303) 595-9441	sarahk@white-jankowski.com
Senior Water Right Owners continued (City of Raton, City of Sterling, Alan and Janice Tucker, William and Elizabeth Vance)	Colorado and New Mexico	Sarah Klahn, White & Jankowski, LLP, 511 16th St., Suite 500, Denver, CO, 80202, (303) 595-9441	sarahk@white-jankowski.com
SG Interests Inc.	909 Fannin, Suite 2600, Houston, TX, 77010, (713) 333-6527	Ken Wonstolen, Andrew Bremner, Beatty & Wozniak, P.C., 216 16th St., Suite 1100, Denver, CO, 80202, (303) 407-4499	kwonstolen@bwnenergylaw.com, abremner@bwnenergylaw.com
Sierra Club Rocky Mountain Chapter	1536 Wynkoop St., #4C, Denver, CO, 80202, (303) 861-8819	Kirby Hughes, Sierra Club, 2725 Black Canyon Road, Colorado Springs, CO, 80904, (719) 685-3019	kirby.hughes@rmc.sierraclub.org
South Adams County Water and Sanitation District	7400 Quebec St., Commerce City, CO, 80022, (303) 286-0447	Patricia M. DeChristopher, Moses, Wittemyer, Harrison & Woodruff, P.C., 1002 Walnut St., Suite 300, P.O. Box 1440, Boulder, CO, 80306, (303) 443-8782	pdechristopher@mwhw.com
Southern Ute Indian Tribe	Division of Natural Resources, P.O. Box 737, Ignacio, CO, 81137	Adam T. Reeves, Maynes, Bradford, Shipps & Sheftel, LLP, 835 E Second Ave., Suite 123, Durango, CO, 81301, (970) 247-1755	areeves@mbsslip.com
Southern Ute Indian Tribe	Division of Natural Resources, P.O. Box 737, Ignacio, CO, 81137	M. Catherine Condon, McElroy, Meyer, Walker & Condon, P.C., 1007 Pearl St., Suite 220, Boulder, CO, 80302, (303) 442-2021	ccondon@mmwclaw.com
Town of Aguilar, Colorado	101 W Main St., P.O. Box 538, Aguilar, CO, 81020	Patricia M. DeChristopher, Moses, Wittemyer, Harrison & Woodruff, P.C., 1002 Walnut St., Suite 300, P.O. Box 1440, Boulder, CO, 80306, (303) 443-8782	pdechristopher@mwhw.com
Walsh Environmental Scientists & Engineers, LLC	Walsh Environmental Scientists & Engineers, LLC, 535 Grand Avenue, Grand Junction, CO, 81501-2790, (970) 241-4636	Edward M. Baltzer, Walsh Environmental Scientists & Engineers, LLC, 535 Grand Avenue, Grand Junction, CO, 81501-2790, (970) 241-4636	ebaltzer@walshenv.com
Wellington Water Works, LLC	P.O. Box 719, Wellington, CO, 80549	Steven J. Bushong, Porzak, Browning & Bushong, LLP, 929 Pearl St., Suite 300, Boulder, CO, 80302, (303) 443-6800	sibushong@pbblaw.com
Williams Production RMT Company/Williams Production Company, LLC	1515 Arapahoe St., Tower 3, Suite 1000, Denver, CO, 80202, (303) 629-8450	William H. Caile, Holland & Hart LLP, P.O. Box 8749, Denver, CO, 80201-8749, (303) 295-8000	whcaile@hollandhart.com
XTO Energy Inc.	810 Houston St., Fort Worth, TX, 76102, (817) 885-2570	Christopher L. Thorne, Holland & Hart LLP, P.O. Box 8749, Denver, CO, 80201-8749, (303) 295-8000	cthorne@hollandhart.com