

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

EXTRACTION OIL & GAS, INC., *et al.*,

Debtors.

Civil Action No. 20-cv-01412 (CFC)
Civil Action No. 20-cv-01506 (CFC)
Civil Action No. 20-cv-01564 (CFC)
Civil Action No. 21-cv-00012 (CFC)

Bankruptcy Case No. 20-11548 (CSS)
Bankruptcy BAP No. 20-44
Bankruptcy BAP No. 20-52
Bankruptcy BAP No. 20-56
Bankruptcy BAP No. 21-01

FEDERAL ENERGY REGULATORY
COMMISSION,

Appellant,

v.

EXTRACTION OIL & GAS, INC.,

Appellee.

**DESIGNATION OF RECORD ON APPEAL AND STATEMENT OF
ISSUES OF FEDERAL ENERGY REGULATORY COMMISSION**

Appellant, Federal Energy Regulatory Commission (“FERC” or the “Commission”), pursuant to Rule 8009(a) of the Federal Rules of Bankruptcy Procedure and Local Rule 8009-1, respectfully submits this designation of items to be included in the record on appeal and statement of issues with respect to the appeals docketed in the United States District Court for the District of Delaware, C.A. Nos. 1:20-cv-01412, 1:20-cv-1506, 1:20-cv-1506, 1:20-cv-1564, and 1:21-cv-0012.



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I. Designation of Record on Appeal.

FERC designates the following items to be included in the record on appeal. Each designated item shall also include any and all exhibits and documents annexed to and/or referenced within such items.

DATE	DOCKET ENTRY	DESCRIPTION
6/14/2020	1	Voluntary Petition for Non-Individuals Filing for Bankruptcy
6/15/2020	14	Debtors' Omnibus Motion for Entry of an Order (I) Authorizing Rejection of Unexpired Leases of Nonresidential Real Property and Executory Contracts Effective as of the Dates Specified Herein and (II) Granting Related Relief
8/4/2020	363	Objection of Grand Mesa Pipeline, LLC to Debtors' Omnibus Motion for Entry of an Order (I) Authorizing Rejection of Unexpired Leases of Nonresidential Real Property and Executory Contracts Effective as of the Dates Specified Herein and (II) Granting Related Relief
8/4/2020	364	Motion of Grand Mesa Pipeline, LLC for Order Confirming that the Automatic Stay Does Not Apply or, in the Alternative, for Relief from the Automatic Stay
8/18/2020	482	Limited Joinder in and Statement in Support by Platte River Midstream, LLC, DJ South Gathering, LLC, and Platte River Holdings, LLC to Certain Filings of Grand Mesa Pipeline, LLC
8/21/2020	507	Debtors' Objection to Motion of Grand Mesa Pipeline, LLC for Order Confirming that the Automatic Stay Does Not Apply or, in the Alternative, for Relief from the Automatic Stay
9/8/2020	599	Transcript for Hearing Held on September 3, 2020 re: Omnibus Hearing
9/14/2020	625	Letter to the Honorable Christopher S. Sontchi Regarding September 14, 2020 Status Conference Filed by Grand Mesa Pipeline, LLC
9/16/2020	642	Notice of Appearance and Request for Service of Papers by Daniel Mitchell Vinnik and John Lee Shepherd, Jr. on Behalf of the Federal Energy Regulatory Commission
9/17/2020	653	Statement of the Federal Energy Regulatory Commission in Support of Motion of Grand Mesa Pipeline, LLC for Order Confirming that the Automatic Stay Does Not Apply or, in the Alternative, for Relief from the Automatic Stay
9/24/2020	681	Debtors' Combined Reply in Support of (1) Debtors' Omnibus Motion for Entry of an Order(I) Authorizing Rejection of Unexpired Leases of Nonresidential Real Property and Executory Contracts Effective as of the Date Specific Herein and (II) Granting Related Relief; (2) Notice of Rejection of Certain Executory Contracts

DATE	DOCKET ENTRY	DESCRIPTION
		and/or Unexpired Leases; and (3) Debtors' Second Omnibus Motion for Entry of an Order (I) Authorizing Rejection of Unexpired Leases of Nonresidential Real Property and Executory Contracts Effective as of the Dates Specified Herein and (II) Granting Related Relief
10/2/2020	766	Transcript for Hearing Held on September 30, 2020 re: Omnibus Hearings
10/4/2020	770	Letter to Richard W. Riley, John Lee Shepherd, Jr., Jamie Aycock, Curtis S. Miller, Dennis A Meloro, Hal S. Shaftel, and Chris Chrisman by the Court re: Bench Ruling for Denial of the Motion of Grand Mesa Pipeline, LLC for Order Confirmation that the Automatic Stay Does Not Apply or, in the Alternative, for Relief from the Automatic Stay [Docket No. 364]
10/5/2020	776	Transcript Regarding Hearing Held on October 1, 2020 re: Various Motions
10/6/2020	781	Transcript for Hearing Held on October 2, 2020 re: Various Motions
10/8/2020	803	Supplemental Brief of Grand Mesa Pipeline, LLC in Support of Objection of Grand Mesa Pipeline, LLC to Debtors' Omnibus Motion for Entry of an Order (I) Authorizing Rejection of Unexpired Leases of Nonresidential Real Property and Executory Contracts Effective as of the Dates Specified Herein and (II) Granting Related Relief
10/9/2020	811	Transcript Regarding Hearing Held on October 6, 2020 re: Emergency Teleconference
10/9/2020	812	Transcript Regarding Hearing Held on October 7, 2020 re: Motion to Reject
10/9/2020	816	Debtors' Motion for Entry of an Order (I) Approving the Settlement Agreement by and Between Debtor Extraction Oil & Gas, Inc. and Blueprint Energy Partners, LLC and (II) Granting Related Relief
10/14/2020	831	Order Denying the Motion of Grand Mesa Pipeline, LLC for an Order Confirming that the Automatic Stay Does Not Apply or, in the Alternative, for Relief from the Automatic Stay
10/14/2020	832	Findings of Fact and Conclusions of Law on Plaintiff's Motion for Summary Judgment Against Elevation Midstream, LLC
10/14/2020	833	Findings of Fact and Conclusions of Law on Plaintiff's Motion for Summary Judgment Against Platte River Midstream, LLC and DJ South Gathering, LLC
10/14/2020	834	Findings of Fact and Conclusions of Law on Plaintiff's Motion for Summary Judgment Against Defendant, Grand Mesa Pipeline, LLC; and Defendant's Motion for Permissive Abstention
10/21/2020	864	Notice of Appeal of Order Denying the Motion of Grand Mesa Pipeline, LLC for an Order Confirming that the Automatic Stay Does Not Apply or, in the Alternative, for Relief from the Automatic Stay
10/21/2020	866	Notice of Appeal and Statement of Election of Order Denying the

DATE	DOCKET ENTRY	DESCRIPTION
		Motion of Grand Mesa Pipeline, LLC for an Order Confirming that the Automatic Stay Does Not Apply or, in the Alternative, for Relief from the Automatic Stay
10/22/2020	877	Transcript Regarding Hearing Held on October 20, 2020 re: Leases Motion
10/26/2020	891	Declaration of Branko Terzic
10/26/2020	892	[SEALED] Declaration of Matthew O'Loughlin
10/29/2020	926	Transcript for Hearing Held on October 27, 2020 re: Motions Regarding Leases and Contracts
10/30/2020	933	Transcript for Hearing Held on October 28, 2020 re: Leases and Contracts Motions
11/2/2020	942	Bench Ruling
11/4/2020	973	Transcript Regarding Hearing Held on November 2, 2020 re: Leases Motion Ruling and Stay Relief Motion
11/6/2020	1016	Notice of Appeal and Statement of Election (Filed by Federal Energy Regulatory Commission)
11/10/2020	1038	Order Granting Motions to Reject Certain Executory Contracts
11/11/2020	1048	Notice of Appeal re: Order Granting Motions to Reject Certain Executory Contracts (Filed by Grand Mesa Pipeline, LLC)
11/20/2020	1138	Notice of Appeal and Statement of Election (Filed by Federal Energy Regulatory Commission)
11/23/2020	1158	Motion of Grand Mesa Pipeline, LLC for Stay Pending Appeal of Order Granting Motions to Reject Certain Executory Contracts
11/24/2020	1168	Fifth Notice of Rejection of Certain Executory Contracts and/or Unexpired Leases (Filed by Extraction Oil & Gas, Inc.)
12/8/2020	1286	Colorado Interstate Gas Company's Limited Objection to Debtors' Proposed Rejection of Contract
12/11/2020	1310	Objection by the Federal Energy Regulatory Commission to Confirmation of the Debtors' Joint Chapter 11 Plan of Reorganization
12/23/2020	1509	Findings of Fact, Conclusions of Law, and Order Confirming the Sixth Amended Joint Plan of Reorganization of Extraction Oil & Gas, Inc. and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code
1/5/2021	1587	Notice of Appeal and Statement of Election (Filed by Federal Energy Regulatory Commission)
1/11/2021	1618	Order Approving Stipulation Resolving Colorado Interstate Gas Company's Limited Objection to Debtor's Proposed Rejection of Contracts

II. Statement of Issues.

1. Whether the bankruptcy court applied an incorrect standard in deciding the motion to reject.
2. Whether bankruptcy courts may authorize rejection of a FERC-jurisdictional contract without inviting FERC to provide an opinion on the public interest impacts of rejection in accordance with the *Mobile-Sierra* doctrine.
3. Whether the bankruptcy court order confirming the debtor's reorganization plan complied with the requirements of 11 U.S.C. 1129(a)(6).

FERC reserves the right to supplement or amend the statement of issues to be presented on appeal and to designate additional items for inclusion in the record in the appeal.

Dated: January 19, 2021

Respectfully submitted,

/s/ Daniel M. Vinnik

Daniel M. Vinnik

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CERTIFICATE OF SERVICE

I HEREBY CERTIFY that on January 19, 2021, I electronically filed the foregoing document using CM/ECF. I also certify that the foregoing document is being served this day on all counsel of record on the service list below, via transmission of Notices of Electronic Filing generated by CM/ECF, electronic mail, and/or first-class U.S. mail.

/s/ Daniel M. Vinnik

Daniel M. Vinnik (DC Bar No. 1672729)

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