Docket #0007 Date Filed: 11/4/2020

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

GRAND MESA PIPELINE, LLC, Appellant v. EXTRACTION OIL & GAS, INC., *et al.*,[1] Appellees.	C.A. No. 20-1411-CFC

GRAND MESA PIPELINE, LLC'S DESIGNATION OF RECORD ON APPEAL AND STATEMENT OF ISSUES

Appellant, Grand Mesa Pipeline, LLC ("Grand Mesa"), 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 appeal docketed in the United States District Court for the District Court of Delaware, C.A. No. 20-CV-1411-CFC.

I. Designation of Record on Appeal.

Grand Mesa 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

[1] The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Extraction Oil & Gas, Inc. (3923); 7N, LLC (4912); 8 North, LLC (0904); Axis Exploration, LLC (8170); Extraction Finance Corp. (7117); Mountaintop Minerals, LLC (7256); Northwest Corridor Holdings, LLC (9353); Table Mountain Resources, LLC (5070); XOG Services, LLC (6915); and XTR Midstream, LLC (5624). The location of the Debtors' principal place of business is 370 17th Street, Suite 5300, Denver, Colorado 80202.

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DATE	DOCKET ENTRY	DESCRIPTION
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
9/14/2020	625	Letter to the Honorable Christopher S. Sontchi Regarding September 14, 2020 Status Conference Filed by Grand Mesa Pipeline, LLC
9/16/2020	644	Platte River Midstream, LLC, DJ South Gathering, LLC, and Platte River Holdings, LLC's Joinder and Statement in Support of Grand Mesa Pipeline, LLC's Motion for Relief from the Automatic Stay
9/17/2020	652	Reply 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
9/17/2020	653	Statement in Support Filed by Federal Energy Regulatory Commission
10/4/2020	770	Letter Clarifying Oral Ruling of October 2, 2020 by Chief Judge Christopher S. Sontchi
10/5/2020	776	Transcript of Hearing Held on October 1, 2020
10/6/2020	781	Transcript of Hearing Held on October 2, 2020

DATE	DOCKET ENTRY	DESCRIPTION
10/13/2020	828	Certification of Counsel Regarding Order Denying 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	831	Order Denying the Motion for 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	864	Notice of Appeal of Grand Mesa Pipeline, LLC

II. Statement of Issues.

1. Whether the bankruptcy court erred in finding that the declaratory petition Grand Mesa sought to file with the Federal Energy Regulatory Commission ("FERC") was subject to the automatic stay set forth in 11 U.S.C. § 362.

2. Whether the bankruptcy court erred in finding that the police and regulatory power exception to the automatic stay set forth in 11 U.S.C. § 362(b)(4) did not apply to the declaratory petition Grand Mesa sought to file with FERC regarding the impact of the Debtors' proposed rejection of the parties' transportation service agreements ("TSAs") and, specifically, whether such rejection is consistent with, and necessitated by, the public interest as required under the Interstate Commerce Act, 49 U.S.C. §§ 1 *et seq*.

3. Whether the bankruptcy court erred in determining that "cause" did not exist for the bankruptcy court to lift the automatic stay in respect of the declaratory petition Grand Mesa sought to file with FERC.

4. Whether the bankruptcy court erred by precluding FERC from exercising its statutory mandate in respect of the impact of the Debtors' proposed rejection of the TSAs on the

public interest consistent with the Sixth Circuit Court of Appeals in *In re FirstEnergy Solutions Corp. v. FERC* 945 F.3d 431 (6th Cir. 2019).

Grand Mesa 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: November 4, 2020

Respectfully submitted,

GREENBERG TRAURIG, LLP

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CERTIFICATE OF SERVICE

I HEREBY CERTIFY that on November 4, 2020, 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/ Dennis A. Meloro
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