

DISTRICT COURT, GARFIELD COUNTY, COLORADO 109 8 th Street, Glenwood Springs, CO 81601 (970) 928-3065	
Plaintiff: JOLLEY POTTER RANCHES ENERGY CO, LLC, on behalf of themselves and all others similarly situated, v. Defendant: TEP ROCKY MOUNTAIN, LLC	
<i>Attorneys for Plaintiff:</i> Nathan A. Keever, Attorney Reg. No. 24630 DUFFORD WALDECK 744 Horizon Court, Suite 300 Grand Junction, CO 81506 Telephone: (970) 241-5500; Fax: (970) 243-7738 E-mail: keever@dwmk.com dwmk@dwmk.com	▲ COURT USE ONLY ▲ Case No.: 2019CV30036 Division:
<p align="center">CLASS COUNSEL’S MOTION FOR ALLOWANCE OF ATTORNEY FEES AND EXPENSES</p>	

Pursuant to C.R.C.P. 121, undersigned counsel has conferred with opposing counsel about the relief sought in this Motion. Opposing counsel does not take a position regarding the relief requested.

The undersigned Class Counsel respectfully move the Court for an award of attorney’s fees of one-third (1/3) of the net settlement (after subtraction of expenses and addition of accrued interest on the escrowed settlement funds) and for reimbursement of their expenses in the amount of \$48,224.09.

FACTUAL BACKGROUND

The relevant facts are contained in the Parties' Joint Motion for Preliminary Approval of Class Settlement and the Parties' Joint Motion for Final Approval of Class Settlement and will not be repeated here. After six years of litigation, the efforts of Class Counsel have resulted in the recovery of \$900,962.12, plus additional accrued interest, for the benefit of the Plaintiff Class. Class Counsel are requesting reimbursement of expenses of \$48,224.09 and an attorney's fee of one-third of the net recovery, including accrued interest on the escrowed funds.

ARGUMENT AND AUTHORITIES

I. Standards Governing Applications for Attorneys' Fees in Common Fund Cases.

The Common Fund Doctrine has been recognized and approved by the Colorado Supreme Court, particularly in class action cases.

The common fund doctrine has enjoyed long term and widespread use. In class action lawsuits where a fund is created for the benefit of the class, either through settlement or judgment on the merits, the common fund doctrine is widely adhered to as a method for proportionately spreading the attorneys fees among the class members. *See* 7B Charles A. Wright, Arthur R. Miller & Mary K. Kane, *Federal Practice & Procedure* § 1803 (1986), and cases cited therein; *County Workers Compensation Pool v. Davis*, 817 P.2d 521, 526 (Colo. 1991). In fact, adherence to the common fund doctrine is so prevalent that the justification for awarding interim fees after a fund has been created, in part, "lies in the certainty that counsel will ultimately receive a fee award The only unanswered question is the size of the award, not its propriety." 3 Herbert Newberg, *Newberg on Class Actions* § 6975 at 1267 (1977).

Kuhn v. State, 924 P.2d 1053, 1060 (Colo. 1996).

The Common Fund Doctrine is based on fundamental principles of equity. *E.g.*, *Kuhn*, 924 P.2d at 1059 ("An attorney's right to fees from the common fund derives from equitable principles of fairness that combine aspects of both unjust enrichment and *quantum meruit*."); *Hawes v. Colorado Division of Insurance*, 65 P.3d 1008, 1015 (Colo. 2003) ("The common fund doctrine is

an equitable remedy that affords fees to attorneys for their advocacy for the benefit of others.”). See also, e.g., 1 ALBA CONTE, ATTORNEY FEE AWARDS §§2.1, 2.5, at 49-50, 66-68 (3d ed. 2004).

Consistent with the equitable foundations of the Common Fund Doctrine, fees are awarded from the common fund on the theory “that persons who obtain the benefit of a lawsuit without contributing to its costs are unjustly enriched at the successful litigant’s expense.” *Boeing Co. v. Van Gemert*, 444 U.S. 472, 478 (1980). As the Colorado Supreme Court explained in *Kuhn*:

The common fund doctrine applies where a suit involving an individual or representative plaintiff results in the creation of a monetary fund for a class of people situated similarly to the plaintiff. The common fund doctrine is considered an exception to the American rule because the individual or representative plaintiff is not required to compensate his or her attorney out of pocket. Instead, the fees are paid out of the monetary fund that the litigation has produced. “Fees in common fund cases are extracted from the predetermined damage recovery rather than obtained from the losing party”

924 P.2d at 1057 (quoting *Brown v. Phillips Petroleum Co.*, 838 F.2d 451, 454 (10th Cir.), *cert. denied*, 488 U.S. 822 (1988)).

Thus, in contrast to “fee-shifting” statutes that require the losing party to pay the attorney fees of the prevailing party by means of a mathematical calculation based on hours and rates, fees in common fund cases are typically awarded as a percentage of the fund created.¹

In contrast to a statutory fee determination, payable by the defendant depending on the extent of success achieved, a **common fund is itself the measure of success**. While the common fund recovered may be more or less than demanded or expected,

¹See, e.g., *Gisbrecht v. Barnhart*, 535 U.S.789, 806 (2002) (“the lodestar method was designed to govern imposition of fees on the losing party,” not fees payable from the successful party’s recovery); *Blum v. Stenson*, 465 U.S. 886, 900 n.16 (1984) (“Unlike the calculation of attorney’s fees under the ‘common fund doctrine,’ where a reasonable fee is based on a percentage of the fund bestowed on the class, a reasonable fee under [42 U.S.C.] section 1988 reflects the amount of attorney time reasonably expended on the litigation.”); *Commonwealth of Puerto Rico v. Heckler*, 745 F.2d 709, 714 (D.C. Cir. 1984)(“[o]ther indicia of overall reasonableness . . . control ‘under the ‘common fund doctrine.’”).

the common fund represents the benchmark from which a reasonable fee will be awarded. Thus, a reasonable fee will be largely based on a fair percentage of the common fund.

4 ALBA CONTE & HERBERT B. NEWBERG, NEWBERG ON CLASS ACTIONS §14.6, at 577-579 (4th ed. 2002) (emphasis added). “While other criteria in determining reasonable attorney fees are legitimate considerations, the amount of the recovery, and end result achieved, is of primary importance.” *Oppenlander v. Standard Oil Co. (Indiana)*, 64 F.R.D. 597, 605 (D. Colo. 1974).

The appellate courts of Colorado have consistently recognized the important differences between common fund percentage fees and statutory fee awards. *E.g.*, *Kuhn*, 924 P.2d at 1058 (holding that “statutory fee shifting arguments” are “inapposite” in a common fund class action); *Brody*, 167 P.3d at 204.

The percentage fee approach under the Common Fund Doctrine enables the Court to readily apportion the fees and expenses of litigation to each class member “in the exact proportion that the value of his claim bears to the total recovery.” *Van Gemert*, 444 U.S. at 479. The flexibility and ease of application afforded by a percentage approach is especially advantageous in cases such as this, where the individual amounts recovered will vary substantially. Under a percentage approach to attorney fees, each recipient will bear a proportionate share of the fees. “Historically, the amount of a common fund fee award was determined in the exercise of the court’s discretion based on a standard of reasonableness under the circumstances involved.” 1 CONTE, *supra*, §2.2, at 58. The use of a percentage fee even without regard to hours expended or hourly rates is reasonable in order to encourage counsel to obtain a successful result as quickly and economically as possible. *Id.*, §2.5 at 68. Many commentators agree that the award of attorney fees on the basis of a percentage of the fund recovered is the only sensible method of awarding fees in common fund

cases, because it relies on incentives rather than costly monitoring. *E.g.*, John C. Coffee, *Understanding the Plaintiffs' Attorney: The Implications of Economic Theory for Private Enforcement of the Law through Class and Derivative Actions*, 86 COLUM. L. REV. 669, 724-25 (1986); Charles Silver, *Class Actions in the Gulf South Symposium: Due Process and the Lodestar Method: You Can't Get There From Here*, 74 TUL. L. REV. 1809, 1820 (2000) ("The consensus that the contingent percentage approach creates a closer harmony of interests between class counsel and absent plaintiffs than the lodestar method is strikingly broad."). "[T]he more recent trend has been toward using the percentage method in common fund cases." *Brody*, 167 P.3d at 201.²

As former Chief Judge Sherman Finesilver of the U. S. District Court for the District of Colorado explained:

The practice of compensating class counsel in Common Fund cases on a percentage of the recovery basis makes sense. It is consistent with practices in the private marketplace; when an attorneys' fees is [sic] entirely contingent upon the recovery achieved, a percentage fee is customary if not universal.

Consumers Gas & Oil, Inc. v. Farmland Industries, 863 F. Supp. 1357, 1361 (D. Colo. 1993).

It has been observed that "courts have traditionally awarded fees in the 20% to 50% range in class actions." *Gigot v. Cities Service Oil Co.*, 241 Kan. 304, 319, 737 P.2d 18, 28 (1987) (citing *Warner Communications Sec. Litig.*, 618 F. Supp. 735, 749 (S.D.N.Y. 1985)). "Although courts have granted fee awards ranging between 15 and 50 percent of the entire settlement fund in class actions, 30 percent of the fund is often seen as presumptively reasonable, subject to adjustment

² Although the Court of Appeals in *Brody* also observed that some courts use the percentage method and then perform a "lodestar" calculation of hours times rate times multiplier as a "cross-check," 167 P.3d at 201, the Colorado Supreme Court has not mandated consideration of a lodestar calculation in common fund cases. Indeed, the use of a mechanical calculation in this case would necessarily be incapable of recognizing the benefits that resulted directly from counsel's unique experience and expertise. In any event, "there is no requirement that the plaintiffs or the court scrutinize billing records." *Brody*, 167 P.3d at 204.

upward or downward in extraordinary circumstances.” 5 J. Moore, MOORE’S FEDERAL PRACTICE §23.85[7], at 23-358 (3d ed. 2002). “[M]any courts have awarded between 20% and 30%, with very few awarding more than 50%.” *Brody*, 167 P.3d at 202. “[A]ttorney fees in the range of 25-33% have been routinely awarded in class actions.” *Id.*, at 203 (citing *Shaw v. Toshiba Am. Info Sys., Inc.*, 91 F. Supp. 2d 942, 972 (E.D. Tex. 2000)). Only in cases involving “megafunds,” such as those in excess of \$300 million, are percentage fees in a lower range prevalent. *Brody*, 167 P.3d at 202.

Quantitative studies of attorney fees in class actions have demonstrated that “fees in class actions have recently ranged from twenty to forty percent of the total recovery and averaged around thirty-two percent.” Silver, *supra*, at 1840. “Empirical studies show that . . . fee awards in class actions average around one-third of the recovery.” 4 CONTE & NEWBERG, *supra*, §14.6, at 551. *See also*, Fred Misko & Frank E. Goodrich, *Managing Complex Litigation: Class Actions and Mass Torts*, 48 BAYLOR L. REV. 1001, 1059-62 (1996) (citing Frederick C. Dunbar, *Recent Trends III: What Explains Settlements in Shareholder Class Actions?* (National Economic Research Associates 1995)(mean or average class action fee was 31.71 percent, and median or middle fee was 33.3 percent)).

II. The Requested Fee Is Reasonable.

At the hearing on their application, Class Counsel will present evidence which places such a request in the context of the relevant factors which generally govern the reasonableness of attorney fees in Colorado. “Courts rely on the factors articulated by the Fifth Circuit in *Johnson v. Georgia Highway Express, Inc.*, 488 F.2d 714 (5th Cir. 1974), in calculating and reviewing the reasonableness of attorney fee awards under the common fund doctrine.” *Brody*, 167 P.3d at 200. “The *Johnson* factors are substantially similar to those found in Rule 1.5 of the Colorado Rules of

Professional Conduct, which provide a basis for a court's evaluation of whether attorney fees are reasonable." *Id.*

The *Johnson* factors are: (1) the time and labor involved; (2) the novelty and difficulty of the questions; (3) the skill requisite to perform the legal service properly; (4) the preclusion of other employment by the attorney due to acceptance of the case; (5) the customary fee; (6) any prearranged fee; (7) time limitations imposed by the client or the circumstances; (8) the amount involved and the results obtained; (9) the experience, reputation, and ability of the attorneys; (10) the undesirability of the case; (11) the nature and length of the professional relationship with the client; and (12) awards in similar cases.

Id. This Motion will next address the application of the *Johnson* factors.³

1. A Summary of Counsel's Relevant Qualifications, Experience, Reputation, and Ability (Factor 9).

As is more fully explained in the attached Declaration of Ryan K. Meyer, (Exhibit 1) he and his law firm, Fleeson, Gooing, Coulson & Kitch, L.L.C., have many decades of experience representing royalty owners in class action litigation such as this, and have previously worked with Nathan A. Keever and G. R. Miller on other royalty class actions in Colorado. As is also explained in the Declarations of Mr. Keever (Exhibit 2) and Mr. Miller (Exhibit 3), each of them, along with Mr. Keever's firm (Dufford Waldeck), have vast experience representing Colorado royalty owners, and their efforts have significantly shaped the development of Colorado law regarding oil and gas royalties.

2. A Detailed Description of the Services Rendered, the Amount of Time Spent, the Hourly Rate Charged, and the Total Amount Claimed (Factor 1).

Class Counsel are requesting an award of attorney fees of one-third (1/3) of the common fund of \$900,962.12 plus additional accrued interest, after reimbursement of reasonable expenses

³Class Counsel do not believe Factors 4 or 7 are particularly relevant and, as a result, have not included a discussion of these factors in this Motion. "[R]arely are all the Johnson factors applicable; this is particularly so in a common fund situation." *Brown v. Phillips Petroleum Co.*, 838 F.2d 451, 456 (10th Cir. 1988).

in the amount of \$48,224.09. This information has been clearly communicated to all class members in the mailed and notices. Following the preliminary approval, the anticipated gross distribution amount for each class member before addition of accrued interest and subtraction of attorney fees and reimbursed expenses (listed by owner number rather than name) has been posted on Mr. Keever's firm's website <https://www.dwmk.com/tep-cases>. Subsequently, the anticipated net distribution amounts (after attorney fees, expenses and accrued interest) will be posted. If the requested expenses are allowed, the requested one-third fee will amount to approximately \$280,000.00.

It is obvious that this six-year litigation did not involve a "file suit and then quickly settle" scenario. Class Counsel invested years of work and logged over 1,000 hours of recorded time, in addition to incurring \$48,224.09 of expenses. Exhibits A and B to Mr. Meyer's Declaration, Exhibit A to Mr. Keever's Declaration, and Exhibit A to Mr. Miller's Declaration itemize the time expended by Class Counsel in this highly contested, protracted, and complex lawsuit.

3. The Novelty and Difficulty and Requisite Skill (Factors 2 and 3).

This case involved a difficult issue of contract law that had not previously been addressed in the state of Colorado. As explained by the court in *Johnson*:

Cases of first impression generally require more time and effort on the attorney's part. Although this greater expenditure of time in research and preparation is an investment by counsel in obtaining knowledge which can be used in similar later cases, he should not be penalized for undertaking a case which may "make new law." Instead, he should be appropriately compensated for accepting the challenge.

Johnson, 488 F.2d at 717-19.

The issue to be decided in this case was "whether the Leases held by Jolley Potter and the Class expressly permit, or prohibit, the deduction of gathering costs." (Stipulation and Proposed Scheduling Order, June 1, 2022, at ¶ 2). In an attempt to resolve this issue, the parties filed cross

motions for summary judgment and responded to each motion, both of which involved extensive research and briefing. On July 18, 2024, the Court denied the motions. Thereafter, the parties engaged in additional briefing on motions to amend. The Court denied these motions as well.

Given the difficulty of the issues involved, a high level of skill, experience, determination, and creativity was required. *In re Qwest Communs. Int'l, Inc.*, 625 F. Supp. 2d 1143, 1150 (D. Colo. 2009) (“If the issues in a case are complex and difficult then obviously it will take great skill to address those issues successfully.”). *Johnson* factors 2 and 3 weigh in favor of the requested fee award.

4. The Customary Fee (Factor 5).

As is explained in the attached Declarations of Class Counsel, unless the case settles very quickly, in which case a lower fee may be appropriate, the customary fee in class action royalty cases is one-third or more. *See also Johnston v. Camino Natural Res., LLC*, Civil Action No. 19-cv-02742-CMA-SKC, 2021 U.S. Dist. LEXIS 115890, at *3-4 (D. Colo. June 22, 2021) (citing cases and noting that 40% of the gross settlement value falls “within the normal range for a contingent fee award” and is reasonable as a matter of law).

This case has been in litigation for six years, and Class Counsel have spent hundreds of hours working on this case to get to this point. The requested fee of one-third falls within what is customary, and there is no reason here to award less than the customary fee.

5. Whether the Fee is Fixed or Contingent (Factor 6).

Perhaps most importantly, the fees of Class Counsel were entirely contingent upon achieving a successful recovery on behalf of the Plaintiff Class.

Courts have recognized the importance of such arrangements, noting that many workers “cannot afford to retain counsel at fixed hourly rates . . . yet they are willing to pay a portion of any recovery they may receive in return for successful representation.” *Wells v. Sullivan*, 907 F.2d 367, 371 (2nd Cir. 1990). Thus,

“contingency fees provide access to counsel for individuals who would otherwise have difficulty obtaining representation . . . and transfer a significant portion of the risk of loss to the attorneys taking a case.” *In re Abrams & Abrams, P.A.*, 605 F.3d 238, 245-46 (4th Cir. 2010). “Access to the courts would be difficult to achieve without compensating attorneys for that risk.” *Id.*

Shaw v. Interthinx, Inc., No. 13-cv-01229-REB-NYW, 2015 U.S. Dist. LEXIS 52783, at *19 (D. Colo. Apr. 21, 2015). The same rationale applies in a case such as this, where a single royalty owner’s potential recovery would not economically justify hiring an attorney on an hourly basis. “A contingent fee, and the potential for a relatively high fee, is designed to reward counsel for taking the risk of prosecuting a case without payment during the litigation, and the risk that the litigation may be unsuccessful.” *In re Qwest*, 625 F. Supp. 2d at 1151.

Counsel not only shared the risk of loss with the representative plaintiff and the Class, but also completely assumed the risk that they would receive no fee—and no reimbursement of expenses—in the absence of a successful outcome. This factor weighs heavily in favor of the requested fee. *See Vaszlavik v. Storage Tech. Corp.*, No. 95-B-2525, 2000 U.S. Dist. LEXIS 21140, at *10 (D. Colo. Mar. 9, 2000); *Aragon v. Clear Water Prods. LLC*, No. 15-cv-02821-PAB-STV, 2018 U.S. Dist. LEXIS 212825, at *16 (D. Colo. Dec. 18, 2018).

6. The Nature and Length of the Professional Relationship with the Client (Factor 11).

Although this factor is not usually of great significance in a class action, where class members have virtually no relationship with Class Counsel, it should be noted that Mr. Keever and his firm have represented named plaintiff Jolley Potter Ranches Energy Co., LLC for over a decade (Keever Declaration, ¶ 8h). Mr. Keever has represented other Class Members for several decades. (Keever Declaration, ¶ 8h).

7. The Amount Involved and the Results Obtained (Factor 8).

As noted above, the amount involved and the results obtained are entitled to greater weight, especially where, as here, the fee is entirely contingent on recovery. *Brown*, 838 F.2d at 456. The parties agreed that the total amount of gathering costs (including gathering fuel) deducted from royalties paid to the putative class members during the Class Period was \$811,501.00, exclusive of prejudgment interest. The settlement amount is \$900,692.00 (not including accrued interest on that sum since it was deposited into escrow). Thus, the actual settlement amount here exceeds the total estimated damages (without pre-judgment interest). Given the inherent uncertainties of litigation and the risks presented here, especially with claims involving questions of first impression under Colorado law, the recovery here is an excellent result for the class. As previously noted, this far exceeds the norm and represents “an excellent result.” *Shaw*, 2015 U.S. Dist. LEXIS 52783, at *20.

8. The Undesirability of the Case (Factor 10).

Although there is nothing inherently undesirable about representing the good, honest, hard-working individuals who typically receive royalty payments from oil and gas companies, experience has shown that royalty litigation, especially class actions, often lasts many, many years and that oil and gas companies tend to hold onto the royalty owners’ money as long as possible. That is a significant deterrent for lawyers to take on such a case on a contingent fee basis, because the case is almost certain to consume vast amounts of time and resources of the lawyers and their firms and strain firm finances and relationships within the firms, all in the hope of the receipt of a fee at some distant future date. The risk incurred by Class Counsel similarly factors into the undesirability of the case, which “carries significant weight and weighs in favor of a substantial fee award.” *In re Qwest*, 625 F. Supp. 2d at 1153.

9. Awards in Similar Cases (Factor 12).

As is explained in the attached Declarations of Class Counsel, courts in previous class action royalty cases in which these lawyers have been involved and where class certification was contested have uniformly approved requested percentage fees of one-third of the net recovery, after subtraction and reimbursement of counsel's reasonable expenses.

III. The Expenses for which Reimbursement is Requested are Reasonable.

Class Counsel's out-of-pocket expenses are compiled and described in Exhibit B attached to Mr. Meyer's Declaration. These expenses were actually paid and were necessarily incurred in the course of prosecuting this action on behalf of the Plaintiff Class, and they reflect the actual expenses incurred by Class Counsel in this case. They were reasonably incurred and are reasonable in amount and should therefore be reimbursed from the common fund. (Meyer Declaration, ¶ 10).

CONCLUSION

For the reasons stated above, Class Counsel request that the Court award them reasonable attorney's fees in the total amount of one-third (1/3) of the net settlement proceeds (after subtracting expenses and adding interest accrued on the escrowed funds) and reimbursement of their reasonable expenses in the total amount of \$48,224.09.

Dated August 8, 2025.

DUFFORD WALDECK

/s/ Nathan A. Keever

Nathan A. Keever, #24630

G.R. Miller, P.C.
G.R. Miller, #8406
1040 Main Avenue
Durango, CO 81302
(970) 247-1113

FLEESON, GOOING, COULSON & KITCH, L.L.C.

/s/ David G. Seely

David G. Seely, KS State Reg. #11397

Ryan K. Meyer, KS State Reg. #24340

301 N. Main Suite 1900

Wichita, KS 67202

(316) 267-7361

Attorney for Plaintiffs

CERTIFICATE OF SERVICE

I certify that on August 8, 2025, a copy of this **CLASS MEMBERS' MOTION FOR ALLOWANCE OF ATTORNEY FEES AND EXPENSES** was served on all parties of record.

/s/ Becky Winegard
Becky Winegard, Paralegal

DISTRICT COURT, GARFIELD COUNTY, COLORADO Court Address: 109 8 th Street Glenwood Springs, CO 81601 Telephone: (970) 928-3065	<div style="text-align: center;">▲ COURT USE ONLY ▲</div>
Plaintiff: JOLLEY POTTER RANCHES ENERGY CO, LLC, on behalf of themselves and all others similarly situated, v. Defendant: TEP ROCKY MOUNTAIN, LLC	
Nathan A. Keever DUFFORD, WALDECK, MILBURN & KROHN, L.L.P. Attorneys for Plaintiff 744 Horizon Court, Suite 300 Grand Junction, CO 81506 Telephone: (970) 241-5500 Fax: (970) 243-7738 E-mail: keever@dwmk.com Attorney Reg. #: 24630	Case No.: 2019 CV 30036 Division: A
DECLARATION OF RYAN K. MEYER	

I, Ryan K. Meyer, declare as follows.

1. My name is Ryan K. Meyer. I am over twenty-one years of age and am competent to give make this declaration under penalty of perjury.

2. I am submitting this declaration in support of Plaintiff's and Class Members' Motion for Allowance of Attorney Fees and Expenses. I have personal knowledge of the facts set forth in this affidavit, and if called as a witness, I could and would testify to such facts.

3. I graduated from the Wichita State University in 2007 and then received a J.D. from Washburn University in 2010. I then served as law clerk to the Honorable J. Thomas Marten, District Judge of the United States District Court for the District of Kansas, from 2010 to 2012.

Since 2012, I have been an attorney in the law firm of Fleeson, Gooing, Coulson & Kitch, L.L.C. in Wichita, Kansas (“the Fleeson Firm”). I am personally familiar with the history of the Fleeson Firm’s participation in the relevant class actions and oil and gas litigation, including administrative proceedings

4. Since 2010, I have been actively involved in more than six oil and gas royalty class action lawsuits.

5. In this case our firm—along with our Colorado co-counsel G.R. Miller and Nathan A. Keever—has represented the Plaintiff and the Plaintiff Class as co-counsel, and together over the past six years, we have: (1) engaged in extensive fact discovery, document and data production (2) engaged in voluminous legal research and briefing, including briefing a Motion for Summary Judgment, (3) responded to a Motion for Summary Judgment, (4) filed and responded to a motion for reconsideration, (5) retained experienced royalty accounting and, marketing experts to analyze the data and determine the amounts at issue in the case; and (6) participated in settlement discussions in order to resolve the claims of the Plaintiffs and the Class.

6. Attached hereto as Exhibit A is a print-out of the Fleeson Firm’s contemporaneous time entries for work done on this case from July 24, 2019 through July 17, 2025. Exhibit A does not include the significant amounts of additional time we spent in the investigation, planning, and preparation of the case prior to its filing on February 19, 2019.

7. The lawyers and staff of the Fleeson Firm who have recorded time on this matter are shown in Exhibit A. They are: lawyers David G. Seely, Ryan K. Meyer, Emily K. Arida, Megan L. Townsley, and Gregory J. Stucky; paralegals Cheryl Clark, and Tammy West. The positions of each individual and their experience with the Fleeson Firm are also shown on Exhibit A.

8. With regard to the factors set forth in *Johnson v. Railway Express* concerning the reasonableness of attorney fees, I understand that not every factor may apply in this case. *See, e.g., Gudenkauf v. Stauffer Communs.*, 158 F.3d 1074, 1083 (10th Cir. 1998) (“We have never held that a district court abuses its discretion by failing to specifically address each *Johnson* factor. To the contrary, we have stated that not all of them need be considered.”). Nevertheless, I represent to the Court as follows:

- a. *The time and labor required, the novelty and difficulty of the questions involved, and the skill requisite to perform the legal service properly* - Exhibit A itemizes the time required from Plaintiff’s counsel in this hotly-contested lawsuit.
- b. *The customary fee* – In my experience, the customary attorneys’ fee in a royalty class action that results in the creation of a common fund for the benefit of the class is a percentage contingency fee of not less than one-third of the net recovery, after reimbursement of counsel’s out-of-pocket litigation expenses, unless the case is settled very early after filing and prior to the expenditure of significant time, effort, and money. Higher percentages may be warranted if the case proceeds through trial and judgment, and especially in the event of an appeal, where the risks of losing are multiplied. The requested fee of one-third is also consistent with our written fee agreement in this case with our client Jolley Potter Ranches Energy Co, LLC.
- c. *Whether the fee is fixed or contingent* - This case was handled entirely on a contingent fee basis, with no assurance that any fees would ever be received.

Receipt of compensation for our work was wholly dependent upon achieving a favorable result for the Class. The three law firms here incurred significant risk in pursuing this case. By taking this case on a contingent fee basis, we not only shared in the risk of loss with the Class, but we also fully assumed the risk that we would be paid nothing for our services even after having invested not only a total of 1097.25 hours of recorded time (and effort), but the cash outlay of \$48,224.09 for out-of-pocket expenses to date. In my opinion, the fact that we worked diligently on this case for six years without any compensation from hourly fees, retainer, or any other source, weighs heavily in favor of the percentage fee of one-third (1/3) of the net recover, that we are requesting.

- d. *Any time limitations imposed by the client or the circumstances* - There were no unusual time limitations imposed in this matter.
- e. *The amount involved and the results obtained* –The parties agreed that the total amount of gathering costs (including gathering fuel) deducted from royalties paid to the putative class members during the Class Period was \$811,501.00, exclusive of prejudgment interest. The settlement amount is \$900,962.00 (not including accrued interest on that sum since it was deposited into escrow). Thus, the actual settlement amount here exceeds the total estimated damages (without pre-judgment interest). Given the inherent uncertainties of litigation and the risks presented here, especially with claims involving questions of first impression under Colorado law, the recovery here is an excellent result for the Class.

- f. *The experience, reputation, and ability of the attorneys* - Fleeson, Gooing, Coulson & Kitch, L.L.C. is one of the oldest law firms in the State of Kansas, having been founded in 1886. During my 13 years with the firm, I have learned that the firm enjoys a strong reputation throughout the state of Kansas and the region. I am familiar with the experience, reputations, and abilities of each of the lawyers and staff members who have worked on this case. With regard to the individual attorneys:
- i. My education and professional experience are summarized in paragraph 3, above.
 - ii. Mr. Stucky has been in practice for 48 years in the areas of natural resources law—especially oil and gas law—as well as in class action litigation. For much of that time, he served as General Counsel for the Southwest Kansas Royalty Owners Association. Mr. Stucky is presently listed in The Best Lawyers in America under the areas of Natural Resources Law and Oil & Gas Law and in Missouri & Kansas Super Lawyers in the area of Energy and Natural Resources.
 - iii. Mr. Seely has been in practice for 41 years, including two years as a judicial law clerk to the Honorable Earl E. O'Connor, Chief Judge of the United States District Court for the District of Kansas. Mr. Seely is a graduate of University of Kansas.
 - iv. Ms. Arida graduated first in her class from Washburn Law School, having also served as Managing Editor for the Washburn Law Journal. After being admitted to the Kansas Bar in 2021, she is now

in the fourth year of practice as an associate at Fleeson, Gooing, Coulson & Kitch, L.L.C.

- v. Ms. Townsley graduated from Washburn Law School. After being admitted to the Kansas Bar and practicing with a criminal defense firm for a few years, she joined Fleeson, Gooing, Coulson & Kitch, L.L.C. and is now in her third year of practice as an associate.
- vi. G.R. “Bob” Miller is a uniquely experienced oil and gas lawyer, having served as a land and legal manager for two oil and gas companies, Monsanto Oil Company and BHP Petroleum Group, Limited (most recently as Legal and Negotiations Manager, Asia/Pacific Region for BHP Petroleum, Melbourne, Australia), and as a practicing oil and gas lawyer in the Denver law firm of Clanahan, Tanner, Downing & Knowlton, before focusing his private practice on the representation of landowners, mineral owners, and royalty owners. Since 1993, those of us at the Fleeson Firm have had the privilege and the pleasure of serving as co-counsel with Mr. Miller in various royalty class action cases in Colorado and New Mexico, including *Parry v. Amoco* and *Lindauer v. Williams Prod. Co.*, 381 P.3d 378 (Colo. App. 2016).
- vii. Nathan A. Keever, also an experienced Colorado oil and gas lawyer with Dufford Waldeck in Grand Junction, has been associated with the Fleeson Firm as co-counsel since 2006 in connection with several Colorado royalty class action lawsuits, including *Lindauer*.

Before that, Mr. Keever had already distinguished himself as lead trial counsel in the reported royalty lawsuits in Garfield County, Colorado of *Savage v. Williams Production RMT Co.*, 140 P.3d 67 (Colo. App. 2005) and *Clough v. Williams Production RMT Co.*, 179 P.3d 32 (Colo. App. 2007). Mr. Keever has also been lead counsel in lawsuits on behalf of royalty owners in Colorado against EnCana, Antero, URSA, and OXY.

- g. *The nature and length of the professional relationship with the client –* Although this is the first case in which my firm has represented the named plaintiff, Jolley Potter Ranches Energy Co., LLC, over the past six years, we have developed a good and effective working relationship which has endured throughout the entirety of this case.
- h. *Awards in similar cases-* It has been observed that “courts have traditionally awarded fees in the 20% to 50% range in class actions.” *Gigot v. Cities Service Oil Co.*, 241 Kan. 304, 319, 737 P.2d 18, 28 (1987) (citing *Warner Communications Sec. Litig.*, 618 F. Supp. 735, 749 (S.D.N.Y. 1985)). “Although courts have granted fee awards ranging between 15 and 50 percent of the entire settlement fund in class actions, 30 percent of the fund is often seen as presumptively reasonable, subject to adjustment upward or downward in extraordinary circumstances.” 5 J. Moore, MOORE’S FEDERAL PRACTICE §23.85[7], at 23-358 (3d ed. 2002). “[M]any courts have awarded between 20% and 30%, with very few awarding more than 50%.” *Brody*, 167 P.3d at 202. “[A]ttorney fees in the range of 25-33% have

been routinely awarded in class actions.” *Id.*, at 203 (citing *Shaw v. Toshiba Am. Info Sys., Inc.*, 91 F. Supp. 2d 942, 972 (E.D. Tex. 2000)). Only in cases involving “megafunds,” such as those in excess of \$300 million, are percentage fees in a lower range prevalent. *Brody*, 167 P.3d at 202. As I mentioned previously, a percentage fee award of at least one-third of the net recovery (after expenses) in contested cases is the standard in cases of this type.

9. I believe the amount of time expended in this matter by me and the other lawyers and staff in our law firm in connection with the successful settlement of this case is reasonable and that the requested fee of one-third of the net recovery is fair and reasonable.

10. As explained above, in addition to the investment of their time, effort, and expertise, Class Counsel have also incurred and invested out-of-pocket expenses in the total amount of \$48,224.09. These expenses are compiled and described in Exhibit B attached hereto, which contains the expense records from each of the three law firms (Exhibits B-2, B-3, and B-4, respectively), as well as a summary showing the total expenses paid by each firm and the combined total expenses (Exhibit B-1). Each of these expenses was actually paid and was necessarily incurred in the course of prosecuting this action on behalf of the Plaintiff Class, and Exhibit B reflects the actual expenses incurred by Class Counsel. In my opinion, these expenses were reasonably and necessarily incurred and are reasonable in amount, and Class Counsel should be reimbursed for them.

I declare under penalty of perjury that the foregoing is true and correct.

Executed this 8th day of August 2025.


Ryan K. Meyer

EXHIBIT A
FLEESON'S TIME ENTRIES

EntryDate	Entry ID	Timekeeper	Billable Hrs	Non Bill Hrs	Total Hours	Description
6/5/2020	T-46444-70	CLC	0.60	0.00	0.6	Preparation of documents to be sent to counsel.
CLC Total Hours			0.60	0.00	0.60	
7/24/2019	T-44027-24	DGS	1.00	0.00	1	Receive and review correspondence from Nate Keever and Chrisman's assistant regarding documents.
12/19/2019	T-45173-12	DGS	0.30	0.00	0.3	Receive and review correspondence from Nate Keever; receive and review correspondence from Gregory J. Stucky; receive and review correspondence from Nate Keever.
4/30/2020	T-46114-4	DGS	1.00	0.00	1	Receive and review correspondence from Nate Keever regarding TEP acknowledgment of charges; receive and review correspondence from Ryan K. Meyer; receive and review correspondence from Bob Miller; receive and review correspondence from Gregory J. Stucky; receive and review correspondence from Thomas D. Kitch; correspondence to counsel; receive and review correspondence from Bob Miller.
5/1/2020	T-46268-87	DGS	1.20	0.00	1.2	Receive and review correspondence from Gregory J. Stucky, Nate Keever, Bob Miller; review and revise motion to withhold funds; telephone conference with Bob Miller, Nate Keever, Thomas D. Kitch, and Gregory J. Stucky.
5/8/2020	T-46268-59	DGS	0.50	0.00	0.5	Conference call with Thomas D. Kitch, Gregory J. Stucky, Ryan K. Meyer, Bob Miller, Nate Keever.
5/5/2021	T-47626-112	DGS	0.30	0.00	0.3	Receive and review correspondence from Nate Keever; correspondence to Mr. Keever.

EXHIBIT A
FLEESON'S TIME ENTRIES

EntryDate	Entry ID	Timekeeper	Billable Hrs	Non Bill Hrs	Total Hours	Description
10/27/2021	T-47908-37	DGS	2.20	0.00	2.2	Review of Bob Miller's memo and cases cited; conference with Ryan K. Meyer; receive and review correspondence from Ryan K. Meyer; receive and review correspondence from Gregory J. Stucky; telephone conference with Bob Miller; receive and review correspondence from Bob Miller; correspondence to Bob Miller and Thomas D. Kitch; correspondence to Thomas D. Kitch; receive and review correspondence from Bob Miller; correspondence to Bob Miller and Thomas D. Kitch.
12/7/2021	T-48046-170	DGS	0.50	0.00	0.5	Receive and review correspondence from Nate Keever regarding settlement offer; receive and review correspondence from Bob Miller, Gregory J. Stucky.
12/9/2021	T-48046-164	DGS	0.10	0.00	0.1	Receive and review correspondence from Bob Miller.
12/9/2021	T-48046-165	DGS	1.30	0.00	1.3	Telephone conference with Nate Keever, Thomas D. Kitch, Bob Miller, Gregory J. Stucky, Ryan K. Meyer regarding possible settlement.
1/13/2022	T-48130-21	DGS	0.50	0.00	0.5	Receive and review correspondence from Nate Keever regarding settlement offer; correspondence to Mr. Keever; receive and review correspondence from Mr. Keever; telephone conference with Bob Miller.
1/14/2022	T-48130-39	DGS	1.00	0.00	1	Receive and review correspondence from Nate Keever; Zoom meeting with Bob Miller, Nate Keever, Ryan K. Meyer and Gregory J. Stucky regarding settlement discussions.
1/14/2022	T-48153-15	DGS	1.00	0.00	1	Zoom meeting with Nate Keever, Bob Miller.
5/13/2022	T-49136-32	DGS	2.00	0.00	2	Review of stipulation; conf call with Bob Miller, Gregory J. Stucky, Nate Keever, Ryan K. Meyer.

EXHIBIT A
FLEESON'S TIME ENTRIES

EntryDate	Entry ID	Timekeeper	Billable Hrs	Non Bill Hrs	Total Hours	Description
5/16/2022	T-49136-29	DGS	1.00	0.00	1	Receive and review correspondence from Bob Miller, Greg Stucky, Nate Keever regarding stipulation and class definition.
5/17/2022	T-49136-27	DGS	0.70	0.00	0.7	Receive and review correspondence from Gregory J. Stucky, Bob Miller, Nate Keever regarding stipulation.
5/18/2022	T-49136-23	DGS	1.00	0.00	1	Correspondence regarding stipulation; review of same.
5/25/2022	T-49136-15	DGS	1.00	0.00	1	Receive and review correspondence from Nate Keever regarding stipulation; telephone conference with Gregory J. Stucky, Thomas D. Kitch, Ryan K. Meyer, and Nate Keever regarding stipulation, experts.
5/26/2022	T-49136-13	DGS	3.00	0.00	3	Receive and review correspondence from counsel; work on reply.
5/27/2022	T-49136-8	DGS	2.50	0.00	2.5	Work on reply.
5/27/2022	T-49136-10	DGS	0.40	0.00	0.4	Telephone conference with Prof. Joe Schremmer; correspondence to counsel.
5/28/2022	T-49136-5	DGS	1.00	0.00	1	Work on reply; receive and review correspondence from Gregory J. Stucky and Thomas D. Kitch.
5/31/2022	T-49136-3	DGS	2.80	0.00	2.8	Work on reply; receive and review correspondence from Thomas D. Kitch; receive and review correspondence from Bob Miller.
6/28/2022	T-49366-1	DGS	1.00	0.00	1	Receive and review correspondence from Nate Keever; review of motion and order regarding class certification.
6/29/2022	T-49401-1	DGS	1.00	0.00	1	Correspondence to Nate Keever; receive and review correspondence from Mr. Keever; receive and review correspondence from Ryan K. Meyer; correspondence to Prof. Owen Anderson.

EXHIBIT A
FLEESON'S TIME ENTRIES

EntryDate	Entry ID	Timekeeper	Billable Hrs	Non Bill Hrs	Total Hours	Description
7/1/2022	T-49506-87	DGS	1.30	0.00	1.3	Telephone conference with Prof. Owen Anderson; correspondence to Tara Righetti, Keith Hall, Chris Kuhlander, Jacqueline Weaver, and Laura Burney; correspondence to counsel.
7/5/2022	T-49517-26	DGS	0.50	0.00	0.5	Receive and review correspondence from Prof. Hall; correspondence to Prof. Hall; receive and review correspondence from Prof. Kuhlander.
7/6/2022	T-49517-24	DGS	5.00	0.00	5	Work on reply brief; receive and review correspondence from Bob Miller, Nate Keever; correspondence to Bob and Nate.
7/7/2022	T-49506-82	DGS	0.50	0.00	0.5	Telephone conference with Prof. Chris Kuhlander.
7/8/2022	T-49517-23	DGS	1.00	0.00	1	Receive and review correspondence from Prof. Righetti; receive and review correspondence from Nate Keever; receive and review correspondence from Gregory J. Stucky .
7/9/2022	T-49517-22	DGS	0.20	0.00	0.2	Receive and review correspondence from Phyllis Bourquet.
7/11/2022	T-49517-21	DGS	2.00	0.00	2	Work on Notice; correspondence to Nate Keever; receive and review correspondence from Nate; correspondence to Nate Keever and Michelle Seares regarding revisions to Notice.
7/12/2022	T-49517-20	DGS	3.70	0.00	3.7	Work on Notice; correspondence to Nate Keeer; receive and review correspondence from Nate; correspondence to Nate; correspondence to Michelle Seares; receive and review correspondence from Ms. Seares; correspondence to Ms. Seares regarding addresses; receive and review correspondence from Prof. Righetti; work with Cheryl L. Clark and Amanda regarding class member addresses and Notices.

EXHIBIT A
FLEESON'S TIME ENTRIES

EntryDate	Entry ID	Timekeeper	Billable Hrs	Non Bill Hrs	Total Hours	Description
7/13/2022	T-49517-19	DGS	0.70	0.00	0.7	Work with Amanda regarding Notices to class; receive and review correspondence from Prof. Righetti.
7/15/2022	T-49517-16	DGS	0.60	0.00	0.6	Correspondence to Prof. Righetti; receive and review correspondence from Prof. Righetti; correspondence to Prof. Koski.
7/16/2022	T-49517-15	DGS	0.60	0.00	0.6	Receive and review correspondence from Prof. Koski; correspondence to Prof. Koski.
7/18/2022	T-50056-2	DGS	1.00	0.00	1	Correspondence to Nate Kever; correspondence to Bob Miller; review of correspondence.
7/19/2022	T-49506-51	DGS	1.00	0.00	1	Review of correspondence regarding gathering v. transportation.
7/20/2022	T-49506-35	DGS	1.60	0.00	1.6	Review of file; telephone conference with Phyllis Bourque, Bob Miller & Nate Kever.
7/21/2022	T-49506-32	DGS	1.50	0.00	1.5	Receive and review correspondence from Bob Miller; correspondence to Bob; receive and review correspondence from Bob; correspondence to Bob; receive and review correspondence from Phyllis Bourque regarding gathering v. transportation; correspondence to Gregory J. Stucky; receive and review correspondence from Gregory J. Stucky.
7/27/2022	T-49517-11	DGS	1.10	0.00	1.1	Correspondence to Bob Miller; receive and review correspondence from Bob Miller, Ryan K. Meyer, Gregory J. Stucky; receive and review correspondence from Bob; correspondence to Bob; receive and review correspondence from Bob.
7/28/2022	T-49517-8	DGS	1.00	0.00	1	Receive and review correspondence from Gregory J. Stucky, Thomas D. Kitch, Bob Miller, Nate Kever.
7/29/2022	T-49517-2	DGS	0.50	0.00	0.5	Conference with Amanda regarding undeliverable notices.

EXHIBIT A
FLEESON'S TIME ENTRIES

EntryDate	Entry ID	Timekeeper	Billable Hrs	Non Bill Hrs	Total Hours	Description
8/1/2022	T-49645-16	DGS	0.40	0.00	0.4	Receive and review correspondence from Bob Miller; correspondence to Bob.
8/5/2022	T-49645-171	DGS	1.50	0.00	1.5	Review of file; zoom meeting with Nate, Bob, Ryan K. Meyer.
8/12/2022	T-49638-166	DGS	1.00	0.00	1	Review of engagement letter with Phyllis Bourque; correspondence to Ms. Bourque.
8/15/2022	T-49638-171	DGS	1.00	0.00	1	Receive and review correspondence from Phyllis Bourque regarding engagement letter; correspondence to Ms. Bourque; correspondence to Bob Miller regarding additional materials; receive and review correspondence from Bob Miller.
8/16/2022	T-49638-175	DGS	0.50	0.00	0.5	Correspondence with Profs. Kuhlander and Hall regarding declining their expert services.
8/17/2022	T-49647-59	DGS	1.00	0.00	1	Receive and review correspondence.
8/18/2022	T-49647-102	DGS	0.80	0.00	0.8	Receive and review correspondence from Bob Miller.
8/19/2022	T-49647-142	DGS	0.50	0.00	0.5	Receive and review correspondence from counsel.
8/22/2022	T-49647-179	DGS	1.00	0.00	1	Receive and review correspondence from counsel.
8/25/2022	T-49648-113	DGS	0.50	0.00	0.5	Receive and review correspondence from Bob Miller.
8/29/2022	T-49648-184	DGS	2.00	0.00	2	Receive and review correspondence from Mary Ellen Denomy; review of MED affidavit; receive and review correspondence from Bob Miller, Gregory J. Stucky, Emily K. Arida.
8/30/2022	T-49649-48	DGS	1.00	0.00	1	Telephone conference with Gregory J. Stucky regarding ambiguity issue; receive and review correspondence from Bob Miller; receive and review correspondence from Gregory J. Stucky.
9/15/2022	T-49708-14	DGS	1.60	0.00	1.6	Review and analysis of Phyllis Bourque's draft opinion regarding transportation and gathering.

EXHIBIT A
FLEESON'S TIME ENTRIES

EntryDate	Entry ID	Timekeeper	Billable Hrs	Non Bill Hrs	Total Hours	Description
9/21/2022	T-49708-19	DGS	3.00	0.00	3	Receipt and review of Bob Miller's and Greg Stucky's revisions to Bourque report; receive and review Bob's revisions to MED report; telephone conference with Bob Miller; further revisions; correspondence to Bob Miller.
10/19/2022	T-49810-175	DGS	0.50	0.00	0.5	Receive and review correspondence from counsel.
10/20/2022	T-49815-168	DGS	1.00	0.00	1	Receive and review correspondence from counsel; review of draft reports.
10/21/2022	T-49810-181	DGS	1.00	0.00	1	Receive and review correspondence from counsel and Phyllis Bourque; review of draft expert reports.
10/23/2022	T-49810-182	DGS	2.80	0.00	2.8	Review and edit expert report of Phyllis Bourque; correspondence to Ms. Bourque and counsel.
10/24/2022	T-49810-183	DGS	1.30	0.00	1.3	Telephone conference with Bob Miller; telephone conference with Phyllis Bourque; correspondence to Bob Miller; receive and review correspondence from Gregory J. Stucky; receive and review correspondence from Bob Miller.
11/16/2022	T-49903-87	DGS	1.00	0.00	1	Receive and review correspondence from counsel.
11/18/2022	T-49902-165	DGS	1.00	0.00	1	Receive and review correspondence from Gregory J. Stucky, Emily K. Arida, Nate Keever, Bob Miller.
11/19/2022	T-49902-166	DGS	2.00	0.00	2	Receive and review correspondence from Ryan K. Meyer, receipt and review of Kris Terry's expert report, receive and review correspondence from Gregory J. Stucky.
11/21/2022	T-49902-167	DGS	1.50	0.00	1.5	Review; telephone conference with Nate Keever, Bob Miller, Gregory J. Stucky, Ryan K. Meyer, regarding plan for SJ motion.
11/28/2022	T-49902-32	DGS	1.00	0.00	1	Receive and review correspondence from Ryan K. Meyer, Gregory J. Stucky, Bob Miller regarding experts and SJ.

EXHIBIT A
FLEESON'S TIME ENTRIES

EntryDate	Entry ID	Timekeeper	Billable Hrs	Non Bill Hrs	Total Hours	Description
11/29/2022	T-49902-36	DGS	1.00	0.00	1	Receive and review correspondence from Bob Miller, Gregory J. Stucky, Thomas D. Kitch; re: SJ issues & marketability, correspondence to Bob Miller.
11/30/2022	T-49902-38	DGS	1.00	0.00	1	Receive and review multiple correspondence from Bob Miller; brief review of attached memos.
12/1/2022	T-50001-8	DGS	0.00	0.00	0	Receive and review correspondence from Phyllis; Receive and review correspondence from Bob Miller.
2/13/2023	T-50200-21	DGS	0.50	0.00	0.5	Receive and review correspondence from Ryan Meyer to Nate Keever; correspondence to Mr. Meyer; receive correspondence from Mr. Keever; receive correspondence from Mr. Meyer.
3/8/2023	T-50294-21	DGS	0.70	0.00	0.7	Zoom conference with Nate Keever, Bob Miller, Gregory J. Stucky , Ryan K. Meyer , and Emily K. Arrida regarding SJ brief, processing deduction discrepancy for LSA royalty owners, scheduling, correspondence to counsel.
3/22/2023	T-50384-37	DGS	1.00	0.00	1	Zoom Conference with Nate Keeve, Bob Miller, Gregory J. Stucky, Ryan K. Meyer.
3/30/2023	T-50437-51	DGS	0.50	0.00	0.5	Review of correspondence.
3/30/2023	T-50437-52	DGS	1.00	0.00	1	Review of draft SJ motion.
4/1/2023	T-50448-55	DGS	5.80	0.00	5.8	Work on SJ motion; correspondence to counsel;telephone conference with Bob Miller.
4/4/2023	T-50448-61	DGS	3.00	0.00	3	Review and revise SJ brief; correspondence to counsel; receive and review correspondence from Nate Keever, Ryan Meyer, and Bob Miller; review of later draft; correspondence to counsel regarding edits.
4/6/2023	T-50455-62	DGS	1.00	0.00	1	Conference with Ryan K. Meyer regarding SJ motions; review of TEP's SJ motion.

EXHIBIT A
FLEESON'S TIME ENTRIES

EntryDate	Entry ID	Timekeeper	Billable Hrs	Non Bill Hrs	Total Hours	Description
4/7/2023	T-50462-14	DGS	1.00	0.00	1	Review of pleadings; Zoom conference with Thomas D. Kitch, Gregory J. Stucky , Ryan K. Meyer , Bob Miller, Nate Keever, Emily Arida.
4/10/2023	T-50479-23	DGS	0.50	0.00	0.5	Receive and review correspondence from Bob Miller, Thomas D. Kitch and Gregory J. Stucky.
4/10/2023	T-50479-24	DGS	0.30	0.00	0.3	Telephone conference with Gregory J. Stucky regarding SJ argument.
4/11/2023	T-50479-28	DGS	0.50	0.00	0.5	Receive and review correspondence from Gregory J. Stucky, Bob Miller, Nate Keever.
4/12/2023	T-50491-53	DGS	0.50	0.00	0.5	Receive and review correspondence w counsel; receive and review correspondence from Chris Christian.
4/13/2023	T-50491-55	DGS	1.00	0.00	1	Receive and review correspondence from counsel.
4/17/2023	T-50522-25	DGS	1.60	0.00	1.6	Review of SJ Response; telephone conference with Michelle Seares ; receive and review correspondence from Nat e Keever; receive and review correspondence from Bob Miller; correspondence to Nate Keever.
4/18/2023	T-50522-26	DGS	3.80	0.00	3.8	Zoom meeting with Bob Miller, Nate Keever, Gregory J. Stucky, and Ryan K. Meyer; revise SJ response brief; conference with Ryan K. Meyer; correspondence to Ryan K. Meyer.
4/20/2023	T-50529-57	DGS	0.40	0.00	0.4	Receipt and review of correspondence.
4/24/2023	T-50545-39	DGS	0.50	0.00	0.5	Conferences with Ryan K. Meyer regarding SJ response; telephone conference with Gregory J. Stucky.
4/24/2023	T-50545-45	DGS	4.00	0.00	4	Review of Bob's draft of MSJ; revise same; conferences with Ryan K. Meyer; telephone conference with Ryan K. Meyer and Gregory J. Stucky; receive and review correspondence from Gregory J. Stucky and Ryan K. Meyer; revise Greg's draft.

EXHIBIT A
FLEESON'S TIME ENTRIES

EntryDate	Entry ID	Timekeeper	Billable Hrs	Non Bill Hrs	Total Hours	Description
4/25/2023	T-50545-50	DGS	1.00	0.00	1	Conferences with Ryan K. Meyer ; telephone conference with Gregory J. Stucky.
4/26/2023	T-50557-15	DGS	1.00	0.00	1	Receive and review correspondence from counsel regarding expert affidavits, SJ response.
4/27/2023	T-50577-127	DGS	0.30	0.00	0.3	Receive and review correspondence from Chris Chrisman regarding processing claim pleadings.
4/27/2023	T-50557-17	DGS	1.00	0.00	1	Receive and review correspondence from counsel regarding response to TEP SJ motion; receive and review correspondence from counsel regarding affidavits of Bourque and Denomy.
4/28/2023	T-50577-131	DGS	0.50	0.00	0.5	Receive and review correspondence from counsel.
4/30/2023	T-50577-133	DGS	0.50	0.00	0.5	Receive and review correspondence from Nate Keever; review of latest draft of SJ response.
5/1/2023	T-50614-104	DGS	2.20	0.00	2.2	Telephone conference with Gregory J. Stucky; conference with Ryan K. Meyer ; Correspondence to counsel; Receive and review correspondence from Nate Keever; revise draft of response to SJ motion. .
5/1/2023	T-50614-110	DGS	0.50	0.00	0.5	Review of Denomy Affidavit; correspondence to Ms. Denomy regarding same.
5/2/2023	T-50655-21	DGS	1.00	0.00	1	Receive and review correspondence from Bob Miller, Greg Stucky, Ryan Meyer; correspondence to Greg Stucky; correspondence to Nate keever.
5/3/2023	T-50614-114	DGS	0.50	0.00	0.5	Receive and review correspondence from counsel.

EXHIBIT A
FLEESON'S TIME ENTRIES

EntryDate	Entry ID	Timekeeper	Billable Hrs	Non Bill Hrs	Total Hours	Description
5/4/2023	T-50614-117	DGS	1.80	0.00	1.8	Review of TEP's response to SJ motion; receive and review correspondence from Bob Miller and Nate Keever regarding same and reply; telephone conference with Nate, Bob, Ryan K. Meyer and Gregory J. Stucky regarding response and reply.
5/14/2023	T-50636-67	DGS	2.50	0.00	2.5	Review of draft of reply brief; work on revisions to draft.
5/15/2023	T-50655-33	DGS	1.00	0.00	1	Telephone conference with Ryan K. Meyer; correspondence to counsel; receive and review correspondence from Nate Keever.
5/16/2023	T-50650-50	DGS	0.30	0.00	0.3	Receive and review correspondence from Greg Stucky, Bob Miller, Nate Keever.
5/17/2023	T-50655-36	DGS	1.00	0.00	1	Receive and review correspondence from Nate Keever; receive and review correspondence from Bob Miller; receive and review correspondence from Ryan Meyer; correspondence to Bob Miller; research per Mr. Miller's request; correspondence to Mr. Miller.
5/22/2023	T-50666-25	DGS	1.50	0.00	1.5	Receive and review correspondence from Ryan K. Meyer; work on revisions to reply brief; Conference with Ryan K. Meyer.
5/24/2023	T-50677-50	DGS	0.00	0.00	0	Receive and review correspondence from Nate Keever; review and revise reply brief; conference with Ryan K. Meyer; correspondence to Mr. Keever.
5/24/2023	T-50716-119	DGS	2.30	0.00	2.3	Receive and Review correspondence from Nate Keever; review and revise reply brief; conference with Ryan K. Meyer ; Correspondence to Mr.Keever.
11/14/2023	T-52142-41	DGS	0.50	0.00	0.5	Receive and review correspondence from Prof. Joe Schremmer; Correspondence to counsel.
12/1/2023	T-52223-5	DGS	0.50	0.00	0.5	Review of file re expenses; calculation of division with Bob Miller.

EXHIBIT A
FLEESON'S TIME ENTRIES

EntryDate	Entry ID	Timekeeper	Billable Hrs	Non Bill Hrs	Total Hours	Description
1/10/2024	001757	DGS	0.50	0.00	0.5	Zoom meeting with Nate Keever, Bob Miller, rkm, gjs re February hearing; ct counsel re scheduling.
2/8/2024	005982	DGS	4.00	0.00	4	Review of briefs; prepare for prep session; Zoom meeting with Nate Keever, Bob Miller, Ryan K. Meyer.
7/18/2024	027902	DGS	2.00	0.00	2	Receive and review correspondence from Nate Keever; Review of court's opinion denying SJ motions; Correspondence to counsel; Receive and review correspondence Bob Miller, Gregory J. Stucky.
7/24/2024	026575	DGS	0.40	0.00	0.4	Zoom with Greg, Ryan, Bob, nate re Judge's ruling. & motion for reconsideration.
7/25/2024	027011	DGS	3.50	0.00	3.5	Receive and review correspondence from TDK, GJS. Work on motion for reconsideration; Telephone conference with TDK1.
7/26/2024	027010	DGS	3.00	0.00	3	Receive and review correspondence from TDK, GJS. Work on motion for reconsideration; Telephone conference with Gregory J. Stucky; Correspondence to TDK1
7/27/2024	027908	DGS	4.00	0.00	4	work on motion for reconsideration.
7/28/2024	027910	DGS	5.00	0.00	5	Motion for reconsideration; Correspondence with Gregory J. Stucky.
7/29/2024	027685	DGS	1.60	0.00	1.6	Receive and review correspondence from Bob Miller; TCW Bob and GJS..
7/30/2024	027681	DGS	2.70	0.00	2.7	Receive and review correspondence from Bob Miller, GJS1 TDK1 , Nate Keever re motion for reconsideration; Zoom meeting to discuss..
7/31/2024	027680	DGS	1.20	0.00	1.2	Receive and review correspondence from RKM1, Bob Miller, GJS, TDK, Nate Keever re motion for reconsideration; review of RKM's and Bob's revised drafts; Receive and review correspondence Prof Joe Schremmer re court;'s ruling.

EXHIBIT A
FLEESON'S TIME ENTRIES

EntryDate	Entry ID	Timekeeper	Billable Hrs	Non Bill Hrs	Total Hours	Description
9/16/2024	033391	DGS	2.00	0.00	2	Review of briefs re motion for reconsideration; revise draft of reply brief; Correspondence to counsel.
5/5/2025	062926	DGS	1.00	0.00	1	Receive and review correspondence from Nate Keever& Chris Chrisman re TEp's settlement proposal; Zoom meeting with Nate, Bob Miller, Gregory J. Stucky; and Ryan K. Meyer re same.
6/2/2025	067378	DGS	0.30	0.00	0.3	RRC1 Nate Keever re rescission of opt-out by sole opt-out.
6/3/2025	067375	DGS	0.50	0.00	0.5	Receive and review notice to class.
6/4/2025	067373	DGS	0.60	0.00	0.6	Receive and review correspondence Nate Keever re expenses; TCW Becky Robertson; Review of expense spreadsheet.
6/4/2025	067374	DGS	1.10	0.00	1.1	Receive and review settlement documents; Correspondence to Nate re same.
7/2/2025	074035	DGS	0.60	0.00	0.6	Receive and review correspondence Nate Keever; Review of documents re settlement.
7/17/2025	073208	DGS	0.20	0.00	0.2	Zoom meeting with Nate, Bob, Ryan & DGS re fairness hearing set for 8/29/25.
DGS Total Hours			164.70	0.00	164.70	
7/14/2022	T-49517-73	EKA	0.20	0.00	0.2	Review of email correspondence with class counsel.
7/15/2022	T-49517-69	EKA	0.30	0.00	0.3	Review of research memorandum regarding gathering and transportation distinction.
8/5/2022	T-49645-166	EKA	0.50	0.00	0.5	Legal research regarding definitions of "gathering" and "transporting" in royalty agreements.
8/8/2022	T-49645-198	EKA	3.90	0.00	3.9	Legal research regarding definitions of "gathering" and "transporting" in royalty agreements.
8/9/2022	T-49646-28	EKA	2.80	0.00	2.8	Legal research regarding definitions of "gathering" and "transporting" in royalty agreements.

EXHIBIT A
FLEESON'S TIME ENTRIES

EntryDate	Entry ID	Timekeeper	Billable Hrs	Non Bill Hrs	Total Hours	Description
8/10/2022	T-49646-67	EKA	1.10	0.00	1.1	Legal research regarding definitions of "gathering" and "transporting" in royalty agreements.
8/11/2022	T-49646-111	EKA	1.20	0.00	1.2	Legal research regarding definitions of "gathering" and "transporting" in royalty agreements.
8/12/2022	T-49646-140	EKA	0.30	0.00	0.3	Review of class counsel correspondence and memorandum.
8/29/2022	T-49648-180	EKA	1.00	0.00	1	Review email correspondence and notes from class counsel regarding summary judgment approach; legal research regarding lease ambiguity.
8/30/2022	T-49649-44	EKA	0.30	0.00	0.3	Receive and review email correspondence between class counsel.
9/6/2022	T-49737-100	EKA	0.60	0.00	0.6	Review emails from class counsel; draft email to class counsel regarding summary judgment strategy.
10/24/2022	T-49807-115	EKA	0.20	0.00	0.2	Receive and review emails between class counsel.
11/21/2022	T-49898-119	EKA	2.40	0.00	2.4	Review of TEP's expert report; Zoom meeting with class counsel regarding TEP's expert report and issues for summary judgment.
11/30/2022	T-49898-133	EKA	0.50	0.00	0.5	Review memorandum and email correspondence between class counsel.
5/4/2023	T-50726-193	EKA	0.80	0.00	0.8	Review of TEP's response to plaintiff's motion for summary judgment.
5/17/2023	T-50727-34	EKA	0.30	0.00	0.3	Locate case cited in TEP's summary judgment response brief.
7/18/2024	025959	EKA	0.90	0.00	0.9	Review of the court's opinion on cross summary judgment motions.
EKA Total Hours			17.30	0.00	17.30	
1/14/2022	T-48099-175	GJS	1.00	0.00	1	Participation in conference call regarding settlement.
2/4/2022	T-48285-8	GJS	1.00	0.00	1	Review of email regarding settlement and responses thereto.
2/7/2022	T-48285-7	GJS	1.00	0.00	1	Participation in conference regarding settlement.

EXHIBIT A
FLEESON'S TIME ENTRIES

EntryDate	Entry ID	Timekeeper	Billable Hrs	Non Bill Hrs	Total Hours	Description
5/13/2022	T-49032-4	GJS	2.00	0.00	2	Participation in conference call and various emails regarding proposed stipulation.
5/13/2022	T-49032-5	GJS	1.00	0.00	1	Preparation for and participation in conference call regarding stipulation.
5/16/2022	T-49032-3	GJS	2.00	0.00	2	Work on class definition and emails regarding same.
5/17/2022	T-49032-2	GJS	2.00	0.00	2	Work on class definition and stipulation and various emails regarding same.
5/18/2022	T-49032-1	GJS	1.00	0.00	1	Various emails regarding class definition.
6/3/2022	T-49324-17	GJS	1.00	0.00	1	Emails regarding expert witnesses.
6/9/2022	T-49324-13	GJS	2.00	0.00	2	Review of Owen Anderson article and email regarding same.
7/1/2022	T-49518-10	GJS	1.00	0.00	1	Mails regarding Anderson and Wyoming statute.
7/8/2022	T-49518-6	GJS	1.00	0.00	1	Emails regarding transferees.
7/13/2022	T-49518-4	GJS	2.00	0.00	2	Emails regarding research on gathering and maps.
7/14/2022	T-49518-3	GJS	3.00	0.00	3	Various emails and research regarding COPAS.
7/15/2022	T-49518-2	GJS	1.00	0.00	1	Emails regarding COPAS.
7/21/2022	T-49518-1	GJS	1.00	0.00	1	Various emails regarding Bourque's email regarding gathering.
8/4/2022	T-49651-30	GJS	1.00	0.00	1	Participate in conference call.
8/8/2022	T-49651-34	GJS	2.00	0.00	2	Review of discovery requests and emails and legal research and email response.
8/18/2022	T-49651-82	GJS	2.00	0.00	2	Emails regarding unmarketable gas at the wellhead and review of documents.
8/24/2022	T-49651-109	GJS	3.00	0.00	3	Review of Order or Proof and emails regarding same.
8/25/2022	T-49651-114	GJS	3.00	0.00	3	Legal research and drafting of a memo regarding contract ambiguity.
8/27/2022	T-49651-133	GJS	2.00	0.00	2	Review of Bob's memo and response thereto.
8/28/2022	T-49651-135	GJS	1.00	0.00	1	Emails regarding contract construction.
8/29/2022	T-49651-137	GJS	1.00	0.00	1	Emails regarding contract construction.

EXHIBIT A
FLEESON'S TIME ENTRIES

EntryDate	Entry ID	Timekeeper	Billable Hrs	Non Bill Hrs	Total Hours	Description
8/30/2022	T-49651-145	GJS	3.00	0.00	3	Legal research and various emails regarding contract construction.
9/20/2022	T-49731-40	GJS	3.00	0.00	3	Review of Bourque's draft report and email regarding same.
10/23/2022	T-49807-134	GJS	4.00	0.00	4	Review of bourque's expert report and emails related thereto.
11/19/2022	T-49895-169	GJS	3.00	0.00	3	Review of Terry's expert report, legal research and emails regarding same.
11/21/2022	T-49895-170	GJS	2.00	0.00	2	Preparation for and participation in conference call.
11/28/2022	T-49895-171	GJS	3.00	0.00	3	Review of Bob's memo and email regarding the same.
12/2/2022	T-50001-61	GJS	1.00	0.00	1	Conference with DGS.
12/15/2022	T-50001-62	GJS	3.00	0.00	3	Legal research and email regarding Siefkin article.
12/19/2022	T-50001-63	GJS	3.00	0.00	3	Review of rebuttal testimony and various emails related thereto.
1/2/2023	T-50133-2	GJS	3.00	0.00	3	Review of Bourque Affidavit and emails re same.
1/4/2023	T-50133-4	GJS	2.00	0.00	2	Work on Bourque Affidavit and emails re same.
1/28/2023	T-50133-14	GJS	1.00	0.00	1	Receive and review email exchange between Bob and Nate.
3/21/2023	T-50427-11	GJS	1.00	0.00	1	Review of draft of Summary Judgement Motion.
3/22/2023	T-50427-12	GJS	5.00	0.00	5	Review of draft of Summary Judgement Motion; preparation for and participation in conference call re same; legal research and emails re same.
4/5/2023	T-50567-1	GJS	3.00	0.00	3	Review of plaintiff's and defendant's summary judgment briefs.
4/7/2023	T-50567-3	GJS	2.00	0.00	2	Preparation for and participation in conference call.
4/8/2023	T-50567-4	GJS	1.00	0.00	1	Legal research and various emails re construction of contract against drafter.
4/9/2023	T-50567-5	GJS	2.00	0.00	2	Emails re legl research.
4/10/2023	T-50567-6	GJS	2.00	0.00	2	Review of file and email re course of conduct.

EXHIBIT A
FLEESON'S TIME ENTRIES

EntryDate	Entry ID	Timekeeper	Billable Hrs	Non Bill Hrs	Total Hours	Description
4/17/2023	T-50567-13	GJS	3.00	0.00	3	Review of draft of response to TEP's motion for summary judgment; telephone conference, and legal research.
4/18/2023	T-50567-14	GJS	3.00	0.00	3	Telephone conference re response to TEP's motion for summary judgment; review of response and emails related thereto.
4/19/2023	T-50567-15	GJS	2.00	0.00	2	Review of drafts of expert affidavits and emails re same.
4/20/2023	T-50567-16	GJS	2.00	0.00	2	Review of TEP's motion for summary judgment and various email re the relevance of the marketability issue.
4/22/2023	T-50567-18	GJS	1.00	0.00	1	Review of latest draft of response to TEP's motion for summary judgement.
4/24/2023	T-50567-19	GJS	5.00	0.00	5	Redraft of response to TEP's motion for summary judgment.
4/25/2023	T-50567-20	GJS	3.00	0.00	3	Review of TEP's undisputed facts and our response thereto and emails regarding same. Review of our expert affidavits.
5/1/2023	T-50680-4	GJS	2.00	0.00	2	Review of draft response to TEP's MSJ.
5/2/2023	T-50680-5	GJS	5.00	0.00	5	Review and revise draft response to TEP's MSJ and numerous emails related thereto.
5/3/2023	T-50680-6	GJS	1.00	0.00	1	Review of TEP's response to our MSJ.
5/4/2023	T-50680-7	GJS	3.00	0.00	3	Participation in conference re our reply to TEP's response to our MSJ, and review of draft of outline of such reply.
5/5/2023	T-50680-8	GJS	1.00	0.00	1	Various emails regarding possible approaches to reply.
5/6/2023	T-50680-9	GJS	1.00	0.00	1	Emails re testimony of Jolley offer.
5/7/2023	T-50680-10	GJS	2.00	0.00	2	Legal research re admissibility of testimony of Jolley Potter and emails re same.
5/12/2023	T-50680-13	GJS	2.00	0.00	2	Comments re current draft of Reply and review of TEP's response.
5/16/2023	T-50680-14	GJS	2.00	0.00	2	Legal research and emails re Reply.
GJS Total Hours			123.00	0.00	123.00	

EXHIBIT A
FLEESON'S TIME ENTRIES

EntryDate	Entry ID	Timekeeper	Billable Hrs	Non Bill Hrs	Total Hours	Description
9/12/2022	T-49669-17	MLT	3.00	0.00	3	Conduct legal research and analysis regarding gathering expenses and statute statutes regarding deductions. Draft memo reflecting the same.
9/13/2022	T-49671-22	MLT	0.40	0.00	0.4	Conduct legal research and analysis re: states that have codified gathering fees as exempt.
9/15/2022	T-49677-53	MLT	0.40	0.00	0.4	Conduct legal research and analysis. Revise memo regarding the same.
9/16/2022	T-49682-50	MLT	2.00	0.00	2	Conduct legal research and analysis; draft memo; plan and prepare strategy.
9/19/2022	T-49686-164	MLT	2.30	0.00	2.3	Conduct legal research and analysis regarding gathering costs; draft memo reflecting the same; manage documents in client file; plan and prepare strategy.
9/19/2022	T-49686-166	MLT	3.20	0.00	3.2	Conduct legal research and analysis re: gathering; draft memo reflecting the same.
MLT Total Hours			11.30	0.00	11.30	
1/10/2020	T-45282-20	RKM	1.20	0.00	1.2	Review and revise discovery requests and email communication with counsel regarding same; conference with Mr. Seely regarding same.
8/5/2022	T-49640-139	RKM	1.00	0.00	1	Conference call with counsel to discuss strategy.
8/18/2022	T-49620-50	RKM	0.50	0.00	0.5	Gather and send documents to expert.
10/24/2022	T-49792-148	RKM	2.00	0.00	2	Review and analyze draft Bourque report. Email communication with counsel regarding same.
11/21/2022	T-49876-24	RKM	1.20	0.00	1.2	Conference call to discuss TEP's expert report and summary judgment briefing.
11/21/2022	T-49876-25	RKM	0.50	0.00	0.5	Begin reviewing TEP's expert report.
3/22/2023	T-50437-17	RKM	1.20	0.00	1.2	Conference call to discuss summary judgment motion.
3/30/2023	T-50437-37	RKM	6.50	0.00	6.5	Draft, review, and revise Motion for Summary Judgment. Conference calls with Mr. Miller regarding same.

EXHIBIT A
FLEESON'S TIME ENTRIES

EntryDate	Entry ID	Timekeeper	Billable Hrs	Non Bill Hrs	Total Hours	Description
3/31/2023	T-50437-42	RKM	6.60	0.00	6.6	Draft, review, and revise motion for summary judgment. Conference calls with Mr. Keever, Mr. Seely, and Mr. Miller regarding same.
4/3/2023	T-50448-111	RKM	6.80	0.00	6.8	Draft, review, and revise summary judgment brief. Conference calls with Mr. Keever and Mr. Miller regarding same. Conference with Mr. Seely regarding same.
4/4/2023	T-50448-112	RKM	4.10	0.00	4.1	Draft, review, and revise summary judgment brief.
4/4/2023	T-50448-114	RKM	3.40	0.00	3.4	Draft, review, and revise summary judgment motion and email and phone communication with Mr. Keever and Mr. Miller regarding same.
4/7/2023	T-50479-75	RKM	1.70	0.00	1.7	Review and analyze TEP's summary judgment brief.
4/17/2023	T-50577-63	RKM	2.20	0.00	2.2	Research extrinsic evidence and use of same at summary judgment.
4/18/2023	T-50577-66	RKM	1.20	0.00	1.2	Zoom meeting to discuss response to TEP's Summary Judgment Motion.
4/18/2023	T-50577-72	RKM	1.80	0.00	1.8	Draft, review, and revise Response to TEP's Motion for Summary Judgment.
4/19/2023	T-50577-74	RKM	6.60	0.00	6.6	Draft, review, and revise Response to TEP's Motion for Summary Judgment.
4/20/2023	T-50577-82	RKM	4.70	0.00	4.7	Draft, review, and revise Response to TEP's Motion for Summary Judgment.
4/21/2023	T-50577-90	RKM	3.80	0.00	3.8	Draft, review, and revise Response to TEP's Motion for Summary Judgment.
4/24/2023	T-50577-101	RKM	0.50	0.00	0.5	Conference call with Mr. Seely and Mr. Stucky to discuss response to TEP's Motion for Summary Judgment.
4/25/2023	T-50577-109	RKM	2.80	0.00	2.8	Draft, review, and revise Response to TEP's Motion for Summary Judgment.
4/26/2023	T-50577-113	RKM	3.10	0.00	3.1	Draft, review, and revise Response to TEP's Motion for Summary Judgment.
4/27/2023	T-50577-118	RKM	0.50	0.00	0.5	Email communication with Mr. Miller regarding affidavits. Send same to experts.
5/1/2023	T-50615-121	RKM	4.40	0.00	4.4	Draft and revise Response to TEPs Motion for Summary Judgment.
5/2/2023	T-50730-11	RKM	2.80	0.00	2.8	Review and revise response brief.

EXHIBIT A
FLEESON'S TIME ENTRIES

EntryDate	Entry ID	Timekeeper	Billable Hrs	Non Bill Hrs	Total Hours	Description
5/2/2023	T-50615-125	RKM	0.70	0.00	0.7	Email communication with counsel regarding Response brief.
5/4/2023	T-50730-22	RKM	1.80	0.00	1.8	Review and analyze TEP's response brief and conference call with counsel to discuss same.
5/10/2023	T-50730-39	RKM	2.20	0.00	2.2	Review and revise Reply brief.
5/22/2023	T-50670-48	RKM	1.40	0.00	1.4	Review and revise Reply Brief and phone conferences with Mr. Miller regarding same.
5/23/2023	T-50670-56	RKM	3.60	0.00	3.6	Review and revise Reply Brief.
5/24/2023	T-50730-62	RKM	2.90	0.00	2.9	Review and revise reply brief and communication with counsel regarding same.
11/15/2023	T-52154-20	RKM	1.00	0.00	1	Review and revise attorney fee motion.
2/12/2024	009057	RKM	1.50	0.00	1.5	Preparation for Summary Judgment Hearing.
2/14/2024	009208	RKM	1.10	0.00	1.1	Attend summary judgment hearing.
7/30/2024	028352	RKM	3.40	0.00	3.4	Review and revise Motion to Reconsider.
7/30/2024	028354	RKM	2.80	0.00	2.8	Review and revise Motion to Reconsider
8/1/2024	031306	RKM	3.20	0.00	3.2	Review and revise final draft of motion for reconsideration and email communication with counsel regarding same.
9/12/2024	036935	RKM	4.50	0.00	4.5	Draft reply to motion to reconsider.
RKM Total Hours			101.20	0.00	101.20	
8/19/2022	T-49630-100	TSW	5.80	0.00	5.8	Conference with Ryan K. Meyer and Emily K. Arida regarding document questions to provide expert Phyllis Bourque; prepare documents; emails to Bob regarding documents in question; update list of documents; email to Phyllis Bourque, Bob, Nate, David G. Seely, Ryan K. Meyer and Emily K. Arida with document link.
8/22/2022	T-49630-33	TSW	0.20	0.00	0.2	Provide additional documents to expert Phyllis Bourque and emailing the same.

EXHIBIT A
FLEESON'S TIME ENTRIES

EntryDate	Entry ID	Timekeeper	Billable Hrs	Non Bill Hrs	Total Hours	Description
8/25/2022	T-49640-7	TSW	0.60	0.00	0.6	Locate additional purchase agreements and emailed to Phyllis Bourque.
9/12/2022	T-49677-102	TSW	0.30	0.00	0.3	Search for royalty clauses and send to Phyllis Bourque.
3/28/2023	T-50414-132	TSW	0.10	0.00	0.1	Prepare excel spreadsheet for Ryan Meyer.
5/19/2025	064468	TSW	0.20	0.00	0.2	Review David Seely 2022 emails for documentation of notice mailing; email David Seely regarding same.
6/10/2025	067745	TSW	5.00	0.00	5	Review billing data for expenses report for Dave Seely; discussions with Controller Becky Robertson for clarification regarding same.
TSW Total Hours			12.20	0.00	12.20	
Total Hours			430.3	0.0	430.3	
Timekeeper Summary						Title
CLC	Cheryl L. Clark		0.60	0.00	0.60	Paralegal
DGS	David G. Seely		164.70	0.00	164.70	Member
EKA	Emily K. Arida		17.30	0.00	17.30	Associate
GJS	Gregory J. Stucky		123.00	0.00	123.00	Member
MLT	Megan L. Townsley		11.30	0.00	11.30	Associate
RKM	Ryan K. Meyer		101.20	0.00	101.20	Member
TSW	Tammy S. West		12.20	0.00	12.20	Paralegal
Totals			430.30	0.00	430.30	

EXHIBIT B
B-1

Firm	Expenses
Fleeson Gooing	\$45,295.97
Miller	\$0.00
Dufford	\$2,928.12
Total	\$48,224.09

EXHIBIT B-2
FLEESON EXPENSES

EntryDate	Entry ID	Bill.Balance	Billable Hrs	Non Bill Hrs	Total Hours	Rate	Value	Description	Vendor
Telephone Expenses									
7/20/2022	BE-14285-4-173466	0.00	1.00	0.00	1	\$13.05	\$13.05	E105 Telephone Conference Call	
8/9/2022	BE-14378-1-173466	0.00	1.00	0.00	1	\$7.85	\$7.85	E105 Telephone Conference call	
Telephone Subtotal							\$20.90		
Expert Expenses									
11/7/2019	BE-12688-9-165312	0.00	1.00	0.00	1	\$3,000.00	\$3,000.00	MARY ELLEN DENOMY, CPA; E123 Reviewing & converting documents, Jolley Potter Ranches Energy, Jolley v TEP-State	
9/22/2022	BE-14415-4-173466	0.00	1.00	0.00	1	\$800.00	\$800.00	MARY ELLEN DENOMY, CPA; E119 Experts Expert fees - gathering & transportation deductions research	
9/22/2022	BE-14415-5-172201	0.00	1.00	0.00	1	\$11,877.20	\$11,877.20	M. Phyllis Bourque & Associates, LLC; E119 Experts Expert fees - work on report	
10/31/2022	BE-14517-3-173466	0.00	1.00	0.00	1	\$100.00	\$100.00	MARY ELLEN DENOMY, CPA; E119 Experts Expert fees - review & submit expert report	

EXHIBIT B-2
FLEESON EXPENSES

EntryDate	Entry ID	Bill.Balance	Billable Hrs	Non Bill Hrs	Total Hours	Rate	Value	Description	Vendor
12/9/2022	BE-14602-1-173466	0.00	1.00	0.00	1	\$25,482.50	\$25,482.50	M. Phyllis Bourque & Associates, LLC; E119 Experts Expert fees - work on report (Sept. & Oct)	
6/9/2023	E-15004-1	0.00	1.00	0.00	1	\$3,115.37	\$3,115.37	M. Phyllis Bourque & Associates, LLC; E119 Experts Expert fees - work on affidavit	
6/9/2023	E-15004-2	0.00	1.00	0.00	1	\$900.00	\$900.00	MARY ELLEN DENOMY, CPA; E119 Experts Expert fees - research transport & gathering costs, affidavit	
Expert Expenses Total							\$45,275.07		
Fleeson's Total Expenses							\$45,295.97		

EXHIBIT B-3
DUFFORD EXPENSES

Date	Description	Amount
2/27/2019	Colorado Courts E-Filing # C15C	\$6.00
4/26/2019	Colorado Courts E-Filing # 0FF8	\$13.50
5/31/2019	Colorado Courts E-Filing # 5A1F	\$13.50
7/31/2019	Colorado Courts E-Filing # 752F	\$13.50
8/16/2019	Colorado Courts E-Filing # 9AC2	\$13.50
9/24/2019	Technical support - Jennifer Himes - September 19	\$50.00
10/10/2019	Mary Ellen Denomy - Jolley-Potter Ranches - Meeting with N. Keever on potential under payment	\$200.00
10/10/2019	Technical support - Jennifer Himes - September 29 thru October 3	\$90.00
10/15/2019	Technical support - Jennifer Himes - September 23 thru September 27	\$242.50
11/12/2019	Technical support - Jennifer Himes - November 3	\$15.00
11/22/2019	Technical support - Jennifer Himes - November 7	\$30.00
3/31/2020	Colorado Courts E-Filing #E313	\$7.50
6/25/2020	Jennifer Himes: 06/09/2020 to 06/19/2020	\$50.00
10/5/2020	Technical Support - Jennifer Himes - 09/22/2020-10/01/2020	\$5.00
2/10/2021	Pacer: Document Copies	\$2.10
2/24/2021	Technical Support - Jennifer Himes - 02/11/2021 to 02/24/2021	\$60.00
8/9/2022	CCEF - Plaintiff's 2nd set of Written Discovery - 8386	\$12.00
10/24/2022	CCEF - #CV30036 Plaintiff's Disclosures	\$12.00
12/27/2022	CCEF - Plaintiff's C.R.C.P. 26(a)(2)(C)(III) Rebuttal Expert Disclosure - A3EB	\$12.00
4/5/2023	CCEF #CV30036 - Proposed Order re Plaintiff's and Class Members' Motion for Summary Judgment	\$24.00
4/5/2023	CCEF #CV30036 - Plaintiff's and Class Members' Motion for Summary Judgment	\$24.00
5/3/2023	CCEF #CV30036 - Plaintiff Class's Response to TEP Rocky Mountain, LLC's Motion for Summary Judgment	\$24.00
5/16/2023	CCEF #CV30036 - Joint Motion for Extension of Time to File Reply Briefs in Support of Motions for Summary Judgment	\$24.00
5/25/2023	CCEF #CV30036 - Reply in Support of Summary Judgment	\$24.00
8/10/2023	Pacer Reports	\$0.40
11/9/2023	Bulk Mail Pros, LLC - Printing & Mailing Charges	\$1,229.50
11/15/2023	CCEF #CV317 - Affidavit of Mailing Notice	\$24.00
11/21/2023	CCEF #CV317 - Class Counsels Motion for Allowance of Litigation Expenses Including Attorney Fees	\$24.00
2/21/2024	CCEF - CV17 - Transcript Request Form	\$24.00
2/24/2024	Susan Antonelli - Transcript - 02/14/2024 Argument Hearing	\$174.00
9/5/2024	CCEF #CV30036 - Unopposed Motion for Extension of Time to File Reply in Support of Plaintiffs' Motion to Reconsider Order Denying Plaintiff's Motion for Summary Judgment	\$24.00
9/23/2024	CCEF #CV30036 - Plaintiff's Reply to Defendant's Response to Motion to Reconsider	\$24.00
6/11/2025	CCEF #CV30036 - Affidavit of Amanda Gorney	\$24.00
7/13/2025	Bulk Mail Pros, LLC - Bulk Mailing Fees	\$388.12
7/14/2025	CCEF #CV30036 - Affidavit of Jacqueline English	\$24.00
Total		\$2,928.12

EXHIBIT B-4
MILLER EXPENSES

Date	Description	Amount
Total		\$0.00

DISTRICT COURT, GARFIELD COUNTY, COLORADO 109 8 th Street, Glenwood Springs, CO 81601 (970) 928-3065	▲ COURT USE ONLY ▲
Plaintiff: JOLLEY POTTER RANCHES ENERGY CO, LLC, on behalf of themselves and all others similarly situated, v. Defendant: TEP ROCKY MOUNTAIN, LLC	
<i>Attorneys for Plaintiff:</i> Nathan A. Keever, Attorney Reg. No. 24630 DUFFORD WALDECK 744 Horizon Court, Suite 300 Grand Junction, CO 81506 Telephone: (970) 241-5500; Fax: (970) 243-7738 E-mail: keever@dwmk.com dwmk@dwmk.com	Case No.: 2019CV30036 Division:
DECLARATION OF NATHAN A. KEEVER	

Nathan A. Keever, being first duly sworn upon his oath, states as follows.

1. My name is Nathan A. Keever. I am over twenty-one years of age and am competent to give this Declaration.
2. I am submitting this Declaration in support of Class Counsels' Motion for Attorney Fees and Expenses. I have personal knowledge of the facts set forth in this Declaration, and if called as a witness, I could and would testify to such facts.
3. I received a J.D. degree from the University of Colorado in 1994. After a clerkship, I joined the law firm of Dufford, Waldeck, Milburn & Krohn, LLP in Grand Junction, Colorado (Dufford Waldeck) and have been a partner since 2001. I am personally familiar with the history of Dufford Waldeck's participation in the relevant class actions and oil and gas litigation.
4. I have been actively involved in more than twenty major oil and gas lawsuits on behalf of royalty owners. For example, I was lead counsel in the reported royalty disputes in Garfield County, Colorado of *Savage v. Williams Prod. RMT Co.*, 140 P.3d 67 (Colo. App. 2005), *Clough v. Williams Prod. RMT Co.*, 179 P.3d 32 (Colo. App. 2007), and *Lindauer v. Williams Prod. RMT Co.*, 2016 COA 39, 381 P.3d 378 (2016). I was also lead counsel in group or class actions on behalf of royalty owners in Colorado against EnCana Corporation, Antero Resources Corporation, Ursa Resources Group II LLC,

and Occidental Petroleum Corporation. As a result of my experience in handling natural gas royalty underpayment litigation in Colorado, I have obtained a thorough understanding of the factual and legal issues that typically arise in this type of litigation, including the litigation risks for both the royalty owners and the natural gas producers.

5. In this case our firm—along with our co-counsel G.R. Miller P.C. and the Fleeson Firm—has represented the Plaintiff and the Plaintiff Class as co-counsel, and together over the past six years, and both before and after class certification, we have: (1) engaged in extensive fact discovery, document and data production (more than 26,000 documents); (2) retained experienced royalty accounting, marketing, economic, and forensic accounting experts to analyze the data and determine the amounts at issue in the case; (3) participated in continuous settlement discussions and formal mediation in order to resolve the claims of the Plaintiffs and the Class; and (4) engaged in voluminous legal research and briefing.
6. TEP vigorously opposed this action. TEP’s opposition required extensive discovery and preparation, including the review, analysis, and categorization of the individual oil and gas leases. Litigation included extensive briefing and oral argument on cross motions for summary judgment. The oral argument was held before Honorable Anne K. Norrdin on February 14, 2024.
7. Attached as Exhibit A is a print-out of Dufford Waldeck’s contemporaneous time entries for work done on this case from February 2019 through July 14, 2025. This includes all of my time entries for this matter during that period.
8. With regard to the factors set forth in *Johnson v. Railway Express* concerning the reasonableness of attorney fees, I understand that not every factor may apply in this case. See, e.g., *Gudenkauf v. Stauffer Communs.*, 158 F.3d 1074, 1083 (10th Cir. 1998) (“We have never held that a district court abuses its discretion by failing to specifically address each *Johnson* factor. To the contrary, we have stated that not all of them need be considered.”). Nevertheless, I represent to the Court as follows:
 - a. *The time and labor required, the novelty and difficulty of the questions involved, and the skill requisite to perform the legal service properly* - Exhibit A itemizes the time required from Plaintiff’s counsel in this contested and complex lawsuit. Moreover, several of the issues raised in the case were novel—or at least not so common as to be encountered routinely. These included difficult issues such as the interpretation of oil and gas leases, and the potential preclusive effect of prior class action settlements and judgments. The facts were complex, as reflected by the number of class members in the case and the amount of discovery obtained from TEP.
 - b. *The preclusion of other employment by the attorneys due to the acceptance of the case* - The significant amounts of time that this case required of me and many other attorneys and staff at my firm precluded us from working on other matters that would have generated hourly fees.

- c. *The customary fee* – In my experience, the customary attorneys’ fee in a royalty class action that results in the creation of a common fund for the benefit of the class is a percentage contingency fee of not less than one-third of the net recovery, after reimbursement of counsel’s out-of-pocket litigation expenses, unless the case is settled very early after filing and prior to the expenditure of significant time, effort, and money. Higher percentages may be warranted if the case proceeds through trial and judgment, and especially in the event of an appeal, where the risks of losing are multiplied.
- d. *Whether the fee is fixed or contingent* - This case was handled entirely on a contingent fee basis, with no assurance that any fees would ever be received. Receipt of compensation for our work was wholly dependent upon achieving a favorable result for the Class. The three law firms here incurred significant risk in pursuing this case. By taking this case on a contingent fee basis, we not only shared in the risk of loss with the Class, but we also fully assumed the risk that we would be paid nothing for our services, even after having invested significant hours in recorded time (and effort), but also cash outlay for out-of-pocket expenses to date. In my opinion, the fact that we worked diligently on this case for six years without any compensation from hourly fees, retainer, or any other source, weighs heavily in favor of the percentage fee of one- third (1/3) of the net recover that we are requesting.
- e. *Any time limitations imposed by the client or the circumstances* - There were no unusual time limitations imposed in this matter.
- f. *The amount involved and the results obtained* – The parties agreed that the total amount of gathering costs (including gathering fuel) deducted from royalties paid to the putative class members during the Class Period was \$811,501.00, exclusive of prejudgment interest. The settlement amount is \$900,692.00 (not including accrued interest on that sum since it was deposited into escrow). Thus, the actual settlement amount here exceeds the total estimated damages (without pre-judgment interest). Given the inherent uncertainties of litigation and the risks presented here, especially with claims involving questions of first impression under Colorado law, the recovery here is an excellent result for the class.
- g. *The experience, reputation, and ability of the attorneys* – Dufford Waldeck enjoys a strong reputation, especially in Western Colorado. I am familiar with the experience, reputations, and abilities of each of the lawyers and staff members who have worked on this case. My education and professional experience are summarized in paragraph 1, above. I incorporate here by reference the Declarations filed by the Fleeson Firm and G.R. Miller with G.R. Miller, P.C. setting forth their respective backgrounds and experience.
- h. *The nature and length of the professional relationship with the client* – I have represented the named plaintiff, Jolley Potter Ranches Energy Co., LLC, for over a decade, and have represented a number of the other Class Members for

several decades.

- i. *Awards in similar cases*- A percentage fee award of at least one-third of the net recovery (after expenses) in contested cases is the standard in cases of this type.
9. I believe the amount of time expended in this matter by me and the other lawyers in connection with the successful settlement of this case is reasonable and that the requested fee of one-third of the net recovery is fair and reasonable.
10. Included in Exhibit A is a true and correct copy of my expense records for this case. As shown on Exhibit A, I incurred and paid expenses in the total amount of \$2,9284.12. All of these expenses were necessary, were reasonable in amount, and were incurred for the purpose of representing the Class in this case. Therefore, I believe that all of these expenses are reasonable and should be reimbursed. I also believe that the combined total expenses of \$48,224.09 paid by all Class Counsel are reasonable and should be reimbursed. Any additional reimbursement for administrative expenses incurred during the distribution of the settlement to Plaintiff Class that shall be the subject of a separate report to the Court.
11. I declare under penalty of perjury that the foregoing is true and correct.

Dated: August 8, 2025


Nathan A. Keever

Settlement Statement Report

EXHIBIT A

Terra Energy Partners Class Action

Terra Energy Partners - State Action Cat 2 & 3 Leases - 18227.005

File Number: 18227.005

Fees

Date	Description	Lawyer	Duration	Amount
13 Feb 2019	Revise Draft Complaint for category 2 and 3 leases.	NAK	1.60	
19 Feb 2019	Finalize complaint.	NAK	1.10	
20 Feb 2019	Paralegal services: Process Delay Reduction Order, Draft Summons	BKS	0.30	
21 Feb 2019	Paralegal services: Revise Caption on Summons; create New File Report; File Summons with the court	BKS	0.60	
13 Mar 2019	Paralegal services: Process Entry of Appearance - George Miller for Jolley Potter Ranches Enerby Co	BKS	0.10	
29 Mar 2019	Paralegal services: Draft Acceptance and Waiver of Service	BKS	0.20	
29 Mar 2019	Paralegal services: Draft Waiver and Acceptance of Service; Modify Waiver and email to attorney	BKS	0.30	
17 Apr 2019	Paralegal services: Process Waiver and Acceptance of Service; File with the Court; Calendar response deadline; Process Unopposed Motion for Extension of Time to Answer or Otherwise Respond to Complaint, and proposed order	BKS	0.40	
18 Apr 2019	Paralegal services: Process Order granting TEPs Unopposed Motion for Extension of Time to Answer Complaint; Calendar due date	BKS	0.20	
08 May 2019	Paralegal services: Process Answer and Counterclaim; calendar deadline for response to counterclaim	BKS	0.30	
09 May 2019	Paralegal services: Begin to organize statements in chronological order.	BLS	0.20	
09 May 2019	Paralegal services: Forward copy of Answer and Counterclaim to attorney Bob Miller; forward copy of the Judge's orders to attorney Miller	BKS	0.20	
09 May 2019	Paralegal services: Locate pleadings in TEP v. Union Pacific to send to attorney Bob Miller; Email to attorney Keever; Email documents to attorney Miller	BKS	2.40	
16 May 2019	Telephone conference with Michelle at Quait companies / email settlement	NAK	0.30	
20 May 2019	Paralegal services: Voice message from Danny Burchfield; Telephone conference with Danny Burchfield re: states of scanning his documents	BKS	0.10	
28 May 2019	Paralegal services: Draft reply to counterclaims	BKS	0.50	
29 May 2019	Paralegal services: Organize, scan and save documents.	BLS	3.60	

Settlement Statement Report

EXHIBIT A

30 May 2019	Paralegal services: Continue to name documents scanned yesterday; scan and save statements with accompanying adding machine tape and notes on envelope in "Client Extras" folder; prepare notes regarding initial document review and email the same to Ms. Stratton; prepare documents to return to Mr.	BLS	4.50
30 May 2019	Telephone conference with Bob / prepare reply to counterclaims.	NAK	1.50
31 May 2019	Finalize reply to counterclaims.	NAK	0.50
31 May 2019	Paralegal services: Finalize reply to Counterclaims; file with the court; Calendar deadlines	BKS	0.90
03 Jun 2019	Paralegal services: Continue to calendar deadlines	BKS	0.60
04 Jun 2019	Paralegal services: Draft form Case Management Order	BKS	0.70
14 Jun 2019	Paralegal services: Begin draft of initial disclosures	BKS	0.30
28 Jun 2019	Paralegal services: Process TEP's Rule 26 Initial Disclosures	BKS	0.10
15 Jul 2019	Paralegal services: Email exchange with Ms. Stratton regarding status of scanning Burchfield documents; phone call to Mr. Burchfield regarding picking up documents; prepare receipt for Mrs. Burchfield to sign when picking up documents.	BLS	0.30
17 Jul 2019	Paralegal services: Review email from Tammy West with Fleeson Goosing; gather documents, set up Dropbox folder, and send email to Tammy	BKS	0.40
18 Jul 2019	Paralegal services: Process TEP's Amended Rule 26 Initial Disclosures	BKS	0.10
19 Jul 2019	Paralegal services: Review email from attorney Kever; Save email to computer folder and Amicus system; Process letter from Holland & Hart to Kever re: disclosure of documents; Download documents to computer folder;	BKS	1.30
25 Jul 2019	Exchange emails re: proposed protective order / review same.	NAK	0.30
25 Jul 2019	Paralegal services: Review pleadings filed in this case, Rules 16 and 26 timetable, scheduled events, and Register of Actions	BKS	0.40
26 Jul 2019	Preparation of draft case management order.	NAK	1.50
29 Jul 2019	Paralegal services: Process letter from K.Bell (Holland & Hart) to attorney Kever; save attached documents	BKS	0.40
30 Jul 2019	Telephone conference with Chris Chrisman re: scheduling order / disclosures / protective order.	NAK	0.80
31 Jul 2019	Paralegal services: Accept Mr. Chrisman's changes to the case management order; File proposed CMO with the court	BKS	0.30
01 Aug 2019	Paralegal services: Refile CMO in editable format	BKS	2.40
02 Aug 2019	Telephone conference with Chrisman re: CMO/ disclosures / emails re: SQL for disclosures.	NAK	0.50
05 Aug 2019	Paralegal services: Process Case Management Order; Calendar deadlines	BKS	1.10
05 Aug 2019	Paralegal services: Process TEP's Unopposed Motion for Entry of a Protective Order Governing Confidential Discovery Materials, with proposed order; Process Protective Order Governing Confidential Discovery Materials	BKS	0.20

Settlement Statement Report

EXHIBIT A

06 Aug 2019	Exchange emails re: CMO and disclosure documents.	NAK	0.60
06 Aug 2019	Paralegal services: Review emails from attorney Keever re case management conference; check calendar and tentatively schedule conference; Process Notice of Case Management Conference and modify scheduled conference; email copy of Protective Order, with Acknowledgment form, to attorney	BKS	0.40
07 Aug 2019	Paralegal services: Review email from attorney Keever; Review documents; Email to attorney Keever	BKS	0.20
08 Aug 2019	Paralegal services: Process letter from Holland & Hart re: disclosure documents (contracts); download documents	BKS	0.40
09 Aug 2019	Paralegal services: Case Management re disclosed documents; Review and respond to attorney Keever's email	BKS	0.30
09 Aug 2019	Paralegal services: Set up case in Eclipse	BKS	0.20
12 Aug 2019	Paralegal services - Create case on "N" drive. Move documents to be loaded into Eclipse. Process documents into Eclipse	NJL	4.30
12 Aug 2019	Paralegal services: Print spreadsheets and agreement for Mr. Miller; print documents Bates-labeled T.JPS. 002090 - 3044 for Mr. Miller	BLS	4.30
13 Aug 2019	Paralegal services: Continue to print documents for Bob Miller; copy Defendant's disclosure digital files to thumb drives for Mr. Miller; convert .jpg and .tif files to .pdf files.	BLS	1.90
04 Sep 2019	Review proposed requests for admissions / emails re: same.	NAK	1.50
18 Sep 2019	Paralegal services: Scan and save letter from Katherine Bell, Holland & Hart, transmitting thumb drive T.JPS. 025968	BKS	0.10
19 Sep 2019	Paralegal services: Process Civil Case Management Order; Review at issue and pretrial deadlines for changes	BKS	0.30
19 Sep 2019	Prepare for and representation at state court case management conference. Telephone conference with Chrisman re: same	NAK	1.50
20 Sep 2019	Paralegal services: Download TJPS_003291 and save to thumb drive; email to attorney Keever - unable to download documents as download failed - disk full	BKS	1.70
01 Nov 2019	Exchange emails re: PDF leases.	NAK	0.30
04 Nov 2019	Conference with staff re: document management.	NAK	0.30
05 Nov 2019	Receipt and initial review of leases.	NAK	0.90
02 Jan 2020	Discovery requests / email re: same.	NAK	1.10
03 Jan 2020	Discovery issues.	NAK	0.90
03 Jan 2020	Drafting Plaintiffs' First Interrogatories, First Requests for Admissions, and First Requests for Production to defendant TEP. Distribution of draft discovery requests to NAK and Bob Miller.	LCW	4.00
10 Jan 2020	Discovery requests / emails re: same.	NAK	2.10
10 Jan 2020	Following email stream between all co-counsel as to possible changes and additions to the three discovery requests. Then accepting the potential changes and leaving open for discussion the items that are not yet decided on. Distribution of the three requests again with the accepted changes	LCW	1.10
24 Jan 2020	Preparation of discovery / emails re: same.	NAK	2.00

Settlement Statement Report

EXHIBIT A

24 Jan 2020	Review of summary of tasks from Bob Miller and prioritize work. Review of file, and following up on	LCW	1.00
05 Feb 2020	discovery we are to proceed to TEP Review and corrections to the discovery requests to Defendant, TEP.	LCW	1.00
24 Mar 2020	Finalize discovery requests.	NAK	2.10
25 Mar 2020	Finalize discovery requests.	NAK	1.10
25 Mar 2020	Uploading the 1st interrogatories, 1st requests for production, and 1st requests for admission to the court in Garfield County for e-serving only to counsel for TEP Rocky Mountain LLC	LCW	0.50
02 Apr 2020	Emails re: extensions for discovery.	NAK	0.40
03 Apr 2020	Emails re: discovery.	NAK	0.30
06 Apr 2020	Emails and phone calls re: joint status report / discovery	NAK	0.50
20 Apr 2020	Exchange emails re: discovery responses.	NAK	0.20
08 May 2020	Prepare for and representation at conference call with co-counsel re: next steps and status (time split between matters)	NAK	0.10
18 Sep 2020	Paralegal services: Call from royalty holder conferred with NAK	BW	0.20
02 Dec 2020	Met with JC Johnson in office re royalty questions, spoke with Nate, phone call to client re settlement.	MKH	0.20
01 Mar 2021	Preparation of discovery responses / emails and telephone conference with Sam Potter re: same.	NAK	2.10
02 Mar 2021	Paralegal services: Drafted response to TEP first set of discovery; conferred with atty	BW	1.50
02 Mar 2021	Preparation of discovery responses.	NAK	3.70
20 Apr 2021	Telephone conference with Chris Chrisman re: discovery / emails re: same.	NAK	0.30
21 Apr 2021	Research 21-5 well / emails to Bob and Mary Ellen re: well and Potter leases.	NAK	2.40
22 Apr 2021	Telephone conference with Bob re: status.	NAK	0.30
27 Apr 2021	Paralegal services: Performed client file management tasks to ensure thorough and accurate case management	BW	0.50
19 May 2021	Telephone conference with Chris Chrisman re: discovery issues.	NAK	0.40
03 Jun 2021	Exchange emails re: expert discovery, ADR, and other deadlines.	NAK	0.30
04 Jun 2021	Telephone conference with Chris Chrisman re: status of Simpson accounting - expected next week / discussion of possible settlement parameters	NAK	0.50
10 Jun 2021	Telephone conference with Chrisman re: state lease spreadsheets.	NAK	0.20
11 Jun 2021	Paralegal services: Performed client file management tasks to ensure thorough and accurate case management	BW	0.70
02 Jul 2021	Paralegal services: Organizing, scanning, filling remittance statements from 2012-2014, confer with atty, no with client re Nov. 2013 remittance statement	BW	2.50

Settlement Statement Report

EXHIBIT A

14 Jul 2021	Telephone conference with Chris Chrisman re: status of accounting.	NAK	0.40
09 Aug 2021	Receipt and review of damages spreadsheet from TEP / analyses and compare to complaint / email re: same	NAK	1.60
11 Aug 2021	Telephone conference with Chrisman re: potential resolution of gathering that was deducted. He will get with TEP and get back to me / email to co-counsel re: same.	NAK	1.40
12 Aug 2021	Exchange emails re: proposed settlement,	NAK	0.30
26 Aug 2021	Emails re: status of potential settlement.	NAK	0.10
30 Aug 2021	Emails re: TEP's position / telephone conference with Chrisman re: same.	NAK	0.50
20 Sep 2021	Telephone conference with Chrisman re: TEP settlement authority - he will have a response with week.	NAK	0.30
21 Sep 2021	Exchange emails re: status report.	NAK	0.20
21 Sep 2021	Paralegal services: Receipt and review of court notification for filling of Order. Noted and documented appropriate deadlines in duplicate tickler systems	BW	0.50
24 Sep 2021	Paralegal services: Located, retrieved and reviewed file for disclosed spreadsheets	BW	0.30
20 Oct 2021	Email to Chrisman re: status of TEP's response.	NAK	0.10
28 Oct 2021	Telephone conference with Chrisman of TEP re: settlement discussions / next steps.	NAK	0.40
17 Nov 2021	Telephone conference with Chris Chrisman re: status of TEP's impending offer.	NAK	0.30
19 Nov 2021	Exchange emails with Chrisman re: his positive voicemail re: settlement / review and approve status report	NAK	0.30
22 Nov 2021	Telephone conference with Sam Potter re: potential settlement.	NAK	0.20
07 Dec 2021	Telephone conference with Chrisman re: potential settlement / emails re: same.	NAK	1.30
08 Dec 2021	Emails re: settlement proposal / prepare for and conference call with co-counsel re: same / counter-proposal	NAK	2.50
12 Jan 2022	Telephone conference with Chrisman re: offer from TEP with explanation of basis / email to co-counsel re: same	NAK	1.00
27 Jan 2022	Exchange emails with Sam Potter re: settlement proposal on the table / telephone conference with Sam re: same	NAK	0.70
01 Feb 2022	Exchange emails with co-counsel re: settlement options.	NAK	0.30
04 Feb 2022	Telephone conference with Bob re: potential counter-offer / email exchange with group re: same.	NAK	0.50
07 Feb 2022	Telephone conference with co-counsel re: potential settlement / email to Chrisman re: same	NAK	0.60
09 Feb 2022	Telephone conference with Chrisman re: settlement discussions	NAK	0.60
10 Feb 2022	Telephone conference with Bob re: gathering agreement / emails re: same.	NAK	0.50
11 Feb 2022	Review emails re: potential settlement options.	NAK	0.20

Settlement Statement Report

EXHIBIT A

16 Feb 2022	Exchange emails re: status conference and settlement discussions.	NAK	0.90
17 Feb 2022	Paralegal services: Downloaded pleading	BW	0.10
10 Mar 2022	Telephone conference with Sam re: status of negotiations.	NAK	0.10
14 Mar 2022	Telephone conference with Chris Chrisman re: potential resolution using conjunctive "or" rather than "and" / discussed potential stipulation on class certification / emails re: same.	NAK	0.90
15 Mar 2022	Emails and telephone conferences with Chrisman and co-counsel re: potential settlement or resolution of class certification	NAK	1.50
24 Mar 2022	Telephone conference with Chris re: potential resolutions / discussed doing cross motions for summary judgment	NAK	1.00
07 Apr 2022	Telephone conference with Chrisman re: stip for class certification	NAK	0.50
20 Apr 2022	Exchange emails re: CMO and stipulation	NAK	0.20
20 Apr 2022	Paralegal services: Tickled deadlines	BW	0.10
25 Apr 2022	Exchange emails re: stipulation / statute of limitations issues	NAK	0.50
11 May 2022	Exchange emails re: status report and stipulation.	NAK	0.50
16 May 2022	Exchange emails and modify stipulation on class certification and scheduling order / additional emails re: same	NAK	1.60
16 May 2022	Paralegal services: Downloaded pleading to file	BW	0.10
17 May 2022	Exchange emails and drafts of stipulation and scheduling order.	NAK	1.10
18 May 2022	Exchange emails re: stipulation / modifications to same	NAK	0.30
25 May 2022	Paralegal services: Performed client file management tasks to ensure thorough and accurate case management	BW	0.10
26 May 2022	Exchange emails re: stipulation	NAK	0.50
01 Jun 2022	Exchange emails with Chrisman re: stipulation	NAK	0.30
02 Jun 2022	Paralegal services: Downloaded pleadings, tickled DL	BW	0.30
03 Jun 2022	Began researching case law to support the position that "transportation" means something distinct from "gathering" in the process of natural gas extraction	hep	1.20
03 Jun 2022	Conference with Harper re: language research / exchange emails with Ryan re: potential experts.	NAK	0.40
08 Jun 2022	Continued research regarding the difference between transportation and gathering in the production process for natural gas	hep	3.00
09 Jun 2022	Continued research regarding the difference between transportation and gathering in the production process for natural gas	hep	0.80
13 Jun 2022	Continued research regarding the difference between transportation and gathering in the production process for natural gas	hep	0.60
14 Jun 2022	Continued research regarding the difference between transportation and gathering in the production process for natural gas	hep	0.30

Settlement Statement Report

EXHIBIT A

16 Jun 2022	Continued research regarding the difference between transportation and gathering in the production process for natural gas	hep	1.00
20 Jun 2022	Continued research regarding the difference between transportation and gathering in the production process for natural gas	hep	1.70
27 Jun 2022	Telephone conference with Seares re: stipulation and attachments / telephone conference with Bob re: same / review same	NAK	0.50
28 Jun 2022	Paralegal services: Pulled DLs and order for atty, conferred with atty	BW	0.10
08 Jul 2022	Telephone conference with Michelle re: notice to class members / emails re: same	NAK	0.50
11 Jul 2022	Paralegal services: Downloaded court pleadings, tickled DLs	BW	0.30
11 Jul 2022	Telephone conference with Michelle re: notice / emails re: same / finalize notice / telephone conference with Sam Potter re: status	NAK	0.90
14 Jul 2022	Exchange emails re: next steps / emails re: opening brief research needed / contract and lease language	NAK	1.30
18 Jul 2022	Read through written orders of the dispute to prepare for writing language arguing that gathering and transportation hold separate meanings in the context of deducting royalties.	hep	0.20
19 Jul 2022	Read through pleadings documents concerning the litigation to familiarize myself more with the case and drafted language incorporating sources of authority regarding the distinction between "gathering" and "transportation" in the context of deducting royalties.	hep	1.30
20 Jul 2022	Paralegal services: Compiled list of class certification members who have contacted the firm	BW	0.30
20 Jul 2022	Telephone conference with Phyllis and co-counsel re: expert report.	NAK	1.60
20 Jul 2022	Wrote out language incorporating citations to case law and other authorities from research regarding the distinction between "gathering" and "transportation"	hep	1.10
21 Jul 2022	Conducted more research to find definitions of gathering and transportation in natural gas production.	hep	2.40
22 Jul 2022	Continued conducting research and revising language regarding the distinction between gathering and transportation	hep	2.00
22 Jul 2022	Emails re: NGA definitions.	NAK	0.30
22 Jul 2022	Paralegal services: Documented Opt Out Letter request	BW	0.20
26 Jul 2022	Lease review to determine common language and dates of leases. Telephone conferences with prospective class member re: opt out notices	NAK	2.50
28 Jul 2022	Paralegal services: Optout spreadsheet, returned member phone call, conferred with atty	BW	0.20
01 Aug 2022	Paralegal services: Took phone calls from class certification members, conferred with atty re opt-out,	BW	0.10
05 Aug 2022	Paralegal services: Downloaded discovery, conferred with atty, tickled DLs	BW	0.10
05 Aug 2022	Prepare and rep at conference call with co-counsel re: discovery and research to date.	NAK	0.60
08 Aug 2022	Paralegal services: Processed opt-out letter, updated spreadsheet, conferred with atty	BW	0.20
09 Aug 2022	Paralegal services: Assist with drafting Plaintiff's Response to Defendant's 1st set of RFAs	JC	0.20
09 Aug 2022	Paralegal services: Drafted Response to RFAs and Second Request for Discovery	BW	0.70

Settlement Statement Report

EXHIBIT A

09 Aug 2022	Paralegal services: updated discovery, reviewed first response, conferred with atty	BW	0.30
09 Aug 2022	Paralegal services:	BW	0.10
09 Aug 2022	Prepare written discovery on TEP	NAK	0.60
12 Aug 2022	Review emails re: gathering issue / review opt out list / telephone conference with potential class members re: action / emails re: same	NAK	1.60
25 Aug 2022	Pull documents for experts / review order of proof	NAK	1.10
29 Aug 2022	Telephone conference with Chrisman re: discovery issues	NAK	0.30
09 Sep 2022	Paralegal services: Drafted discovery requests; conferred with atty; filed in CCEF	BW	0.60
14 Sep 2022	Paralegal services: Downloaded discovery; conferred with atty	BW	0.10
22 Sep 2022	Preparation of discovery responses.	NAK	1.10
23 Sep 2022	Call class member re: opt out / preparation of discovery responses	NAK	1.10
23 Sep 2022	Paralegal services: Call with Opt-out land owner; conferred with atty	BW	0.10
03 Oct 2022	Reponse to interrogatories	NAK	3.10
21 Oct 2022	Expert disclosure preparations.	NAK	1.10
21 Oct 2022	Paralegal services: Formatted Denomy expert report; conferred with atty; downloaded documents to the file	BW	0.20
23 Oct 2022	Review Mary Ellen's report for the state case disclosures / emails re: same / check spreadsheets.	NAK	1.80
24 Oct 2022	Paralegal services: Reviewed expert reports; prepared attachments; prepared exhibits; researched bates stamped documents; drafted expert disclosures; conferred with atty re disclosure; served on opposing counsel via CCEF	BW	2.40
24 Oct 2022	Preparation of expert disclosures / emails and calls re: same.	NAK	2.60
21 Nov 2022	Prepare for and conference call re: TEP's expert report / our motion for summary judgment.	NAK	1.50
22 Nov 2022	Paralegal services: Performed client file management tasks to ensure thorough and accurate case management	BW	0.10
06 Dec 2022	Paralegal services: Conferred with atty re rebuttal expert reports	BW	0.10
11 Dec 2022	Preparation of Summary Judgment Motion.	NAK	2.10
15 Dec 2022	Paralegal services: Conferred with atty re deadlines and next steps	BW	0.10
19 Dec 2022	Exchange emails re: rebuttal expert reports.	NAK	0.60
27 Dec 2022	Paralegal services: Draft Plaintiff's Rebuttal Expert Disclosure and serve	AFT	0.50
28 Dec 2022	Paralegal services: Locate documents in file	AFT	0.50

Settlement Statement Report

EXHIBIT A

05 Jan 2023	Paralegal services: Downloaded pleadings to file; tickled deadlines	BW	0.10
07 Feb 2023	Paralegal services: Updated co-counsel on most recent deadlines	BW	0.10
08 Feb 2023	Telephone conference with Bob re: summary judgment motion.	NAK	0.50
11 Feb 2023	Preparation of summary judgment.	NAK	4.30
17 Feb 2023	Summary judgment	NAK	1.50
06 Mar 2023	Telephone conference with Chrisman re: TEP exceeding 50% processing cap / telephone conference with Bob re: same	NAK	1.10
08 Mar 2023	Briefing meeting with co-counsel re: motion for summary judgment.	NAK	1.00
10 Mar 2023	Paralegal services: Downloaded pleading and tickled deadline	BW	0.10
13 Mar 2023	Paralegal services: Download pleading; tickle deadline	BW	0.10
15 Mar 2023	Preparation of motion for summary judgment.	NAK	2.50
16 Mar 2023	Preparation of summary judgment	NAK	3.80
17 Mar 2023	Preparation of summary judgment.	NAK	5.50
21 Mar 2023	Preparation of summary judgment	NAK	2.10
22 Mar 2023	Telephone conference with Chrisman re: processing deductions issue./ telephone conference with co-counsel re: summary judgment motion / emails re: same	NAK	1.10
23 Mar 2023	Preparation of summary judgment / emails re: same / telephone conference with Bob re: order of arguments	NAK	1.50
23 Mar 2023	Telephone conference with Sam Potter re: status of summary judgment briefing	NAK	0.70
28 Mar 2023	Conference call with Bob re: summary judgment motion and leases / revise same.	NAK	1.30
30 Mar 2023	Preparation of motion for summary judgment / emails re: same / telephone conference with Bob re: same. Emails with co-counsel re: same	NAK	2.40
31 Mar 2023	Conference call with co-counsel re: summary judgment motion.	NAK	0.30
03 Apr 2023	Preparation of Summary Judgment motion.	NAK	3.50
04 Apr 2023	Paralegal services: Worked on summary judgment brief V3; researched and organized exhibits; worked on V4 - fixed formatting and edited; incorporated changes from Rmyer, Bmiller and Dseeley; conferred with co-counsel; tickled deadlines	BW	7.50
04 Apr 2023	Preparation of summary judgment motion / emails and conferences re: same. (time capped)	NAK	10.00
05 Apr 2023	Paralegal services: Drafted proposed order; downloaded and organized SJM documents from OPC; conferred with co-counsel; tickled deadlines	BW	0.50
10 Apr 2023	Telephone conference with Bob re: response brief./ locate historic information for inclusion in response brief / emails re: same	NAK	1.50
11 Apr 2023	Find spreadsheet on category 2 payouts / find letter regarding transportation deductions / telephone conferences with Bob re: same	NAK	0.70

Settlement Statement Report

EXHIBIT A

12 Apr 2023	Paralegal services: Reviewed digital and physical files for 2008-2011 remittance statements	BW	0.20
15 Apr 2023	Preparation of response brief.	NAK	3.10
16 Apr 2023	Review Bob's proposed changes to joint motion / emails re: same	NAK	1.60
17 Apr 2023	Conference call with co-counsel re: response brief / settlement documents.	NAK	0.90
18 Apr 2023	Conference call re: response to summary judgment motion.	NAK	0.80
18 Apr 2023	Paralegal services: downloaded order and tickled deadline	BW	0.10
24 Apr 2023	Preparation of joint motion to enter stipulation, proposed order, and notice to class members.	NAK	3.50
26 Apr 2023	Telephone conference with Chris Chrisman re: settlement documents for exceeding deduction cap.	NAK	0.30
27 Apr 2023	Telephone conference with Bob re: response brief / schedule next steps / discuss joint motion on settlement	NAK	0.70
29 Apr 2023	Preparation of response to TEP's cross-motion for summary judgment / telephone conference with Bob re: same / emails re: same	NAK	2.20
30 Apr 2023	Preparation of expert affidavits for summary judgment responses / emails re: same.	NAK	1.10
01 May 2023	Paralegal services: Uploaded affidavit of Bourque; conferred with atty re response	BW	0.10
02 May 2023	Paralegal services: Proofread and edited MSJ Response Brief; conferred with atty re MSJ response brief; BW prepared exhibits; filed in CCEF; tickled reply deadline; reviewed CRCP 121 re reply word limit		3.10
02 May 2023	Preparation of Response brief (time capped).	NAK	10.00
03 May 2023	Paralegal services: Confer with atty re reply page limitations and reply deadline	BW	0.30
03 May 2023	Review TEP's response / email to co-counsel re: reply thoughts / research same.	NAK	2.10
04 May 2023	Telephone conference with co-counsel re: TEP's response, outline of our reply, related issues, next steps for reply / next deadlines and page limits	NAK	1.00
05 May 2023	Outline of reply brief.	NAK	1.50
08 May 2023	Review revised joint motion and stipulation re: processing / emails re: same.	NAK	1.10
15 May 2023	Paralegal services: Drafted motion for extension of time; scanned and named remittance statements	BW	0.50
15 May 2023	Preparation of Reply Brief (time capped)	NAK	7.00
16 May 2023	Paralegal services: Finished scanning and uploading remittance statements; prepared Dropbox link for expert; emailed expert re same	BW	0.40
16 May 2023	Paralegal services: Updated motion for extension of time to be a joint filing; conferred with atty re motion; drafted proposed order; conferred with atty; filed in CCEF; tickled deadline		0.50
17 May 2023	Preparation of reply brief.	NAK	4.00
18 May 2023	Preparation of reply brief / telephone conference with Bob re: same.	NAK	3.60

Settlement Statement Report

EXHIBIT A

22 May 2023	Preparation of reply brief / emails and telephone conferences re: same	NAK	2.50
23 May 2023	Preparation of Reply brief; emails and telephone conferences regarding same (time capped)	NAK	4.00
24 May 2023	Finalize reply brief / emails and telephone conferences re: same.	NAK	2.80
24 May 2023	Paralegal services: Edited and formatted reply to summary judgment motion; reviewed file for exhibit production; conferred with atty; made additional changes at direction of atty; filed in CCEF	BW	2.60
12 Jun 2023	Paralegal services: Reviewed CRCP 25; drafted motion for substitution of parties; drafted suggestion of death; conferred with atty re next steps	BW	1.40
29 Jun 2023	Exchange emails re: motions to be filed.	NAK	0.30
07 Aug 2023	Exchange emails re: status	NAK	0.30
09 Aug 2023	Status conference with Sam Potter	NAK	0.30
19 Sep 2023	Paralegal services: Process remittance statements from S.Potter	BW	1.60
20 Sep 2023	Paralegal services: organize and preparation of remittance statements; confer with expert re remittance statements	BW	1.60
21 Sep 2023	Paralegal services: Confer with atty re next steps in litigation	BW	0.10
25 Sep 2023	Conference call with Bob re: status	NAK	0.40
06 Nov 2023	Review order requesting oral argument / telephone conference with Chrisman re: same / emails re: same	NAK	0.50
12 Feb 2024	Paralegal services: Prepare and organize materials for SJM hearing; confer with NAK re same	BW	0.60
12 Feb 2024	Prepare for oral argument / prepare outline of same / practice run through with co-counsel.	NAK	3.50
13 Feb 2024	Paralegal services: Research cases on Westlaw; send to NAK	BW	0.10
13 Feb 2024	Prepare for oral argument (time capped)	NAK	8.00
14 Feb 2024	Prepare for / travel to / and representation at oral argument on category 2 leases. (time capped)	NAK	8.00
17 Feb 2024	Exchange emails with Sam Potter re: oral argument, next steps.	NAK	0.30
19 Feb 2024	Telephone conference with Bob re: next steps.	NAK	0.50
20 Feb 2024	Paralegal Services: Prepare Transcript Request Form for the hearing that took place on February 14, 2024 at 2 pm; file same with Court	SEK	0.30
21 Feb 2024	Exchange emails with co-counsel re: pleadings.	NAK	0.20
18 Jul 2024	Paralegal services: Review and save order	EAA	0.10
19 Jul 2024	Exchange email and telephone conference re: possible motion to reconsider court's order denying summary judgment / review order and prepare for same / determine next steps / exchange emails with	NAK	2.90
23 Jul 2024	Paralegal services: Review CRCP 121 1-15(11); confer with NAK re same; tickle deadline for motion to reconsider	BW	0.30

Settlement Statement Report

EXHIBIT A

25 Jul 2024	Preparation of and emails re: motion for reconsideration.	NAK	2.10
28 Jul 2024	Review and revise motion for reconsideration / emails re: same. (time capped)	NAK	5.00
30 Jul 2024	Conference call with co-counsel re: potential motion to reconsider.	NAK	1.00
31 Jul 2024	Paralegal services: Proofread and edit motion to reconsider	BW	0.70
31 Jul 2024	Review and discuss potential motion for reconsideration / emails re: same	NAK	1.00
01 Aug 2024	Finalize and file motion to reconsider	NAK	2.00
01 Aug 2024	Paralegal services: Edit motion to reconsider	BW	0.20
01 Aug 2024	Paralegal services: Update and Shepardize motion; confer with NAK re same	BW	0.40
02 Aug 2024	Paralegal services: Tickle response deadline for motion to reconsider; review case procedurally for next	BW	0.30
16 Aug 2024	Paralegal services: Process motion for extension of time	BW	0.10
19 Aug 2024	Paralegal services: Process order re motion for extension of time; tickle deadline	BW	0.10
29 Aug 2024	Paralegal services: Process response; tickle deadline; confer with co-counsel	BW	0.10
04 Sep 2024	Paralegal services: Draft motion for extension of time and proposed order	BW	0.40
04 Sep 2024	Paralegal services: Finalize motion; file in CCEF; tickle deadline	BW	0.30
04 Sep 2024	Preparation of reply brief. / emails re: same.	NAK	2.10
19 Sep 2024	Paralegal services: Confer with NAK re reply	BW	0.10
23 Sep 2024	Finalize reply brief.	NAK	2.90
23 Sep 2024	Paralegal services: Edit and proofread reply; file in CCEF	BW	0.40
01 Oct 2024	Paralegal services: Process order denying motion to reconsider; confer with NAK re same	BW	0.20
07 Oct 2024	Paralegal services:	BW	0.10
21 Oct 2024	Paralegal services: Confer with NAK re mediation and trial setting	BW	0.30
28 Oct 2024	Paralegal services: Confer with NAK re settlement	BW	0.10
15 Nov 2024	Paralegal services: Confer with co-counsel re WPX 2015 agreement; research same	BW	0.60
26 Mar 2025	Review Rule 408 communication from Chrisman re: remaining amount in state case / emails re: same /	NAK	3.30
28 Mar 2025	Paralegal services: Case file review	BW	0.10
16 Apr 2025	Conference calls with Chrisman re: potential settlement numbers and percentage for cat 2 case / emails	NAK	1.60

Settlement Statement Report

EXHIBIT A

02 May 2025	Receive written settlement proposal from TEP with back up spreadsheets / circulate same / emails and telephone conferences re: same / review spreadsheet and offer.	NAK	3.10
05 May 2025	Paralegal services: Confer with NAK re class certification; research same	BW	0.20
07 May 2025	Research and exchange emails with Chrisman re: potential opt out and notices provided.	NAK	0.90
08 May 2025	Emails related to opt out letter, next steps	NAK	0.40
14 May 2025	Paralegal services: Confer with NAK affidavit of mailing from 2023; research same	BW	0.50
15 May 2025	Review counterproposal by TEP / conference call with Chrisman re: same / emails re: same.	NAK	2.10
16 May 2025	Conference call with Denomy re: spreadsheet / interest spreadsheet / time frame and effect on settlement / next steps / Conference call with Chrisman re: agreements and spreadsheet.	NAK	1.80
16 May 2025	Paralegal services: Confer with NAK re 2022 mailing; research same	BW	0.70
19 May 2025	Search and determine mailing of opt out notice for inclusion in affidavit / emails re: same.	NAK	1.10
20 May 2025	Review proposal sheet / emails to co-counsel and opposing counsel re: same / telephone conference with opposing counsel re: same / telephone conference with Sam Potter re: same	NAK	1.50
21 May 2025	Finalize term sheet / conference call with opposing counsel re: same / execute same.	NAK	1.10
23 May 2025	Review escrow agreement / provided edits re: same / emails re: same	NAK	1.30
24 May 2025	Paralegal services: Confer with NAK re settlement; process settlement documents	BW	0.10
24 May 2025	Paralegal services: Update affidavit to reflect Fleeson	BW	0.10
27 May 2025	Review proposed revisions to settlement agreement / revise and comment on same / revise release language / emails with opposing counsel re: same / conference calls with co-counsel re: same / conference call with opposing counsel	NAK	2.10
28 May 2025	Exchange settlement agreement language with opposing counsel / emails to co-counsel re: same	NAK	0.70
02 Jun 2025	Telephone conference with Lori Love re: her revocation of opt out.	NAK	0.10
04 Jun 2025	Revise settlement agreement, notice, joint motion for preliminary approval. Emails with co-counsel and opposing counsel re: same	NAK	3.30
08 Jun 2025	Exchange emails re: mailing affidavit.	NAK	0.20
09 Jun 2025	Paralegal services: Update affidavit; confer with co-counsel re same	BW	0.10
09 Jun 2025	Review revised settlement agreement and joint motion and other exhibits / emails re: same.	NAK	0.90
10 Jun 2025	Telephone conference with Sam Potter walking through settlement agreement, distribution questions, timing, next steps	NAK	0.80
10 Jun 2025	Telephone conferences with Michelle and Chris re: settlement agreement and coordinating dates in attachments	NAK	0.50
11 Jun 2025	Paralegal services: File affidavit in CCEF	BW	0.10

Settlement Statement Report

EXHIBIT A

11 Jun 2025	Review affidavit of mailing / emails re: same	NAK	0.30
16 Jun 2025	Paralegal services: Prepare signatures for settlement agreement; upload to Teams	BW	0.20
16 Jun 2025	Review and revise motion for preliminary approval and proposed order / emails re: same.	NAK	1.30
23 Jun 2025	Exchange emails and modification to joint motion for approval.	NAK	1.10
25 Jun 2025	Paralegal services: Process Joint Motion for an Order Preliminary Approving Proposed Class Action	EAA	0.20
25 Jun 2025	Telephone conference with Chris Chrisman re: minor errors in documents / emails re: same	NAK	0.30
26 Jun 2025	Paralegal services: Process Order re Class Settlement Agreement, calendar deadlines, create table of	EAA	0.90
26 Jun 2025	Upload and post document on TEP page on DW website: Order Preliminarily Approving the Parties Proposed Class Settlement Agreement. Email with Attorney Keever to confirm website posting.	JE	0.60
01 Jul 2025	Prepare mailing for Notice of Proposed Settlement; Telephone conference with Bulk Mail Pros regarding their ability to mail the document within necessary time frame by end of day 7-3-2025; Email the document and mailing list to Bulk Mail Pros; Telephone conference with Bulk Mail Pros regarding	JE	1.00
02 Jul 2025	Convert mailing list to mailing labels via mail merge; print address labels; affix to envelopes; confirm labels match original mailing list; Prep for pickup by Bulk Mail Pros and presented to them at pickup. Review email from Attorney Keever regarding mailing list including 8 optional addresses; prepare mailing list and labels: printed and stuffed Notice: and mailed. Confirm completion with Attorney Keever	JE	2.30
02 Jul 2025	Review email instructions from Attorney Keever; Format and convert Distribution Schedule from Excel to PDF after confirming with Attorney Keever; Upload, link, and post two documents on TEP page on DW website: Notice of Proposed Settlement and Preliminary Distribution Schedule. Confirm posting via email with Attorney Keever	JE	1.60
07 Jul 2025	Paralegal services: Review file and draft affidavit of mailing	EAA	0.30
09 Jul 2025	Paralegal services: Process Joint Submission of Preliminary Distribution Schedule	EAA	0.10
14 Jul 2025	Paralegal services: Process and review motions	BW	0.40
Total Fees			367.30

Expenses

Date	Description	Amount
27 Feb 2019	Colorado Courts E-Filing # C15C	6.00
26 Apr 2019	Colorado Courts E-Filing # 0FF8	13.50
31 May 2019	Colorado Courts E-Filing # 5A1F	13.50
31 Jul 2019	Colorado Courts E-Filing # 752F	13.50

Settlement Statement Report

EXHIBIT A

16 Aug 2019	Colorado Courts E-Filing # 9AC2	13.50
24 Sep 2019	Technical support - Jennifer Himes - September 19	50.00
10 Oct 2019	Mary Ellen Denomy - Jolley-Potter Ranches - Meeting with N. Keever on potential under payment	200.00
10 Oct 2019	Technical support - Jennifer Himes - September 29 thru October 3	90.00
15 Oct 2019	Technical support - Jennifer Himes - September 23 thru September 27	242.50
12 Nov 2019	Technical support - Jennifer Himes - November 3	15.00
22 Nov 2019	Technical support - Jennifer Himes - November 7	30.00
31 Mar 2020	Colorado Courts E-Filing #E313	7.50
25 Jun 2020	Jennifer Himes: 06/09/2020 to 06/19/2020	50.00
05 Oct 2020	Technical Support - Jennifer Himes - 09/22/2020-10/01/2020	5.00
10 Feb 2021	Pacer: Document Copies	2.10
24 Feb 2021	Technical Support - Jennifer Himes - 02/11/2021 to 02/24/2021	60.00
09 Aug 2022	CCEF - Plaintiff's 2nd set of Written Discovery - 8386	12.00
24 Oct 2022	CCEF - #CV30036 Plaintiff's Disclosures	12.00
27 Dec 2022	CCEF - Plaintiff's C.R.C.P. 26(a)(2)(C)(III) Rebuttal Expert Disclosure - A3EB	12.00
05 Apr 2023	CCEF #CV30036 - Proposed Order re Plaintiff's and Class Members' Motion for Summary Judgment	24.00
05 Apr 2023	CCEF #CV30036 - Plaintiff's and Class Members' Motion for Summary Judgment	24.00
03 May 2023	CCEF #CV30036 - Plaintiff Class's Response to TEP Rocky Mountain, LLC's Motion for Summary Judgment	24.00
16 May 2023	CCEF #CV30036 - Joint Motion for Extension of Time to File Reply Briefs in Support of Motions for Summary Judgment	24.00
25 May 2023	CCEF #CV30036 - Reply in Support of Summary Judgment	24.00
10 Aug 2023	Pacer Reports	0.40
09 Nov 2023	Bulk Mail Pros, LLC - Printing & Mailing Charges	1,229.50
15 Nov 2023	CCEF #CV317 - Affidavit of Mailing Notice	24.00
21 Nov 2023	CCEF #CV317 - Class Counsels Motion for Allowance of Litigation Expenses Including Attorney Fees	24.00

Settlement Statement Report

EXHIBIT A

21 Feb 2024	CCEF - CV17 - Transcript Request Form	24.00
24 Feb 2024	Susan Antonelli - Transcript - 02/14/2024 Argument Hearing	174.00
05 Sep 2024	CCEF #CV30036 - Unopposed Motion for Extension of Time to File Reply in Support of Plaintiffs' Motion to Reconsider Order Denying Plaintiff's Motion for Summary Judgment	24.00
23 Sep 2024	CCEF #CV30036 - Plaintiff's Reply to Defendant's Response to Motion to Reconsider	24.00
11 Jun 2025	CCEF #CV30036 - Affidavit of Amanda Gorney	24.00
13 Jul 2025	Bulk Mail Pros, LLC - Bulk Mailing Fees	388.12
14 Jul 2025	CCEF #CV30036 - Affidavit of Jacqueline English	24.00
Total Expenses		\$2,928.12



Settlement Statement Report

Report Parameters

Date Range:	8/4/2025
File	Terra Energy Partners - State Action Cat 2 & 3 Leases - 18227.005
FileId Type:	All
Originating Lawyer:	All
Responsible Lawyer:	All
Client Name:	All



DISTRICT COURT, GARFIELD COUNTY, COLORADO Court Address: 109 8 th Street Glenwood Springs, CO 81601 Telephone: (970) 928-3065	
Plaintiff: JOLLEY POTTER RANCHES ENERGY CO, LLC, on behalf of themselves and all others similarly situated, v. Defendant: TEP ROCKY MOUNTAIN, LLC	
Nathan A. Keever DUFFORD, WALDECK, MILBURN & KROHN, L.L.P. Attorneys for Plaintiff 744 Horizon Court, Suite 300 Grand Junction, CO 81506 Telephone: (970) 241-5500 Fax: (970) 243-7738 E-mail: keever@dwmk.com Attorney Reg. #: 24630	Case No.: 2019 CV 30036 Division: A
DECLARATION OF GEORGE ROBERT MILLER	

I, George Robert Miller, declare as follows:

1. My name is George Robert (Bob) Miller. I am seventy-five years of age and am competent to give this affidavit.
2. I am submitting this declaration in support of Class Counsel's Motion for Attorney Fees and Expenses. I have personal knowledge of the facts set forth in this Declaration, and if called as a witness, I could and would testify to such facts.

3. I graduated from Colorado State University in 1973 and earned a J.D. from the University of New Mexico in 1977. I have been a licensed attorney in the state of Colorado since 1977.

4. I practiced primarily oil and gas law with the firm of Clanahan, Tanner, Downing & Knowlton in Denver from 1977 to 1980.

5. From 1980 to 1988 I was employed by Monsanto Oil Company as Senior Landman, Madden Dep Unit Landman and Regional Land Manager for the Rocky Mountains, and was responsible for large lease acquisition programs, hundreds of intercompany agreements per year, large drilling programs, and working with revenue accounting and others to resolve contract and payment disputes with royalty and working interest owners.

6. From 1988 to 1991 I was employed by BHP Petroleum (acquirer of Monsanto Oil Co.) as Legal and Negotiations Manager, Asia/Pacific Region, (located in Melbourne, Australia); BHP Asia/Pacific unit held oil and gas exploration and/or production licenses in Oman, UAE, China, India, Korea, Australia, Papua New Guinea, Burma, Indonesia and Bangladesh and evaluated numerous other potential license areas.

7. My experience working for oil and gas operators has proven to be quite useful in my later representation of underpaid oil and gas royalty owners.

8. From 1992 to present I have practiced oil and gas law in Durango, Colorado, primarily representing underpaid oil and gas royalty owners in multiple class action cases against oil and gas operators/lessees, including *Parry v. Amoco*, 2003 WL 2306663 (District Court of La Plata County, Colorado) together with at least a dozen other such royalty underpayment class actions. Among other matters, I also negotiated numerous leases and other agreements between farmers and ranchers and oil and gas operators, together with co-counsel filed amicus briefs in

Garman v. Conoco, 886 P.2d 652 (Colo. 1994), *Rogers v. Westerman Farms Co.*, 29 P.3d 887 (Colo. 2001) (and related cases), represented royalty owners in *Southern Ute Tribe v. Amoco*, 526 U.S. 865 (U.S. 1999) and successfully worked to stop Senate Bill 451 (Amoco's attempt to abrogate *Garman* in the Colorado legislature). Most, but not all, of these cases were litigated with co-counsel Fleeson, Gooing, Coulson and Kitch, L.L.C. and/or Dufford, Waldeck & Krohn LLP also representing the royalty owners.

9. Building on our collective experience with litigating and successfully resolving oil and gas royalty cases in Colorado and elsewhere, Mr. Seely, Mr. Meyer, Mr. Stucky, and Mr. Kitch (with the Fleeson firm), Mr. Keever (with the Dufford Firm), and I represented the Plaintiff and the Class as co-counsel in this case. Together, we worked for more than six years to investigate the defendant's lease terms, production operations, revenue accounting, and royalty calculations, as well as its use of midstream and transportation services, to identify the facts and legal authority that underly the Class Claims, and to litigate the Class Claims in this court. Through extensive written discovery, in this and a sister case in federal court, we obtained and analyzed more than 100,000 pages of documents produced by TEP in disclosures and in response to the Class's multiple discovery requests. We reviewed more than 5,000 Excel spreadsheets and more than 335 GB of data to develop the Class Claims.

10. On behalf of the Class, we retained experts in the fields of royalty accounting, and gas marketing. The Parties exchanged their expert reports, and the opposing experts then reviewed each other's and issued rebuttal reports analyzing the accuracy of their counterpart's report. The Parties worked with their experts to develop a better understanding of the facts in this case, to assist each Party in determining the amounts at issue, and most recently to negotiate the proposed settlement agreement.

11. Counsel for both parties communicated to negotiate a methodology for valuing each claim and determining damages and appropriate settlement terms. These negotiations were fair, honest, and involved no improper pressure or collusion. Following these negotiations, the Parties reached a proposed class-action settlement agreement in May, 2025.

12. Attached hereto as Exhibit A is a print-out of my time entries for work done on this case from November 7, 2019, through July 14, 2025.

13. With regard to the factors set forth in *Johnson v. Railway Express* concerning the reasonableness of attorney fees, I understand that not every factor may apply in this case. *See, e.g., Gudenkauf v. Stauffer Communs.*, 158 F.3d 1074, 1083 (10th Cir. 1998) (“We have never held that a district court abuses its discretion by failing to specifically address each *Johnson* factor. To the contrary, we have stated that not all of them need be considered.”). Nevertheless, I represent to the Court as follows:

a. The time and labor required, the novelty and difficulty of the questions involved, and the skill requisite to perform the legal service properly - Exhibit A itemizes the time spent by me on this lawsuit, which litigated a primary class issue of first impression in Colorado, whether the leases held by Jolley Potter and the Class expressly permit, or prohibit, the deduction of gathering costs. I am not aware of any Colorado decisions, or decisions in other jurisdictions, which have determined whether similar royalty language permits or prohibits deduction of gathering costs.

Because of the lack of reported Colorado cases awarding damages to royalty owners based on similar language in the royalty clause, the Class Claim raised an issue of “first impression” in Colorado. In any event, there was no “roadmap” for how to litigate this claim, and defenses, which proved to be difficult and challenging.

b. The preclusion of other employment by the attorneys due to the acceptance of the case - The amounts of time that this case required of me and of co-counsel precluded us from working on other matters that could have otherwise generated hourly fees.

c. The customary fee – In my experience, the customary attorneys' fee in a royalty class action that results in the creation of a common fund for the benefit of the class is a percentage of the common fund. In the cases of which I am aware, in which the case had progressed through class certification and significant merits litigation, the percentage of the common fund (after payment of expenses) was typically one-third of the common fund. Higher percentages may be warranted in the event of an appeal, where the risks of losing are multiplied.

d. Whether the fee is fixed or contingent - This case was handled entirely on a contingent fee basis, with no assurance that any fees would ever be received. Receipt of compensation for our work was wholly dependent upon achieving a favorable result for the Class. The three law firms here incurred significant risk in pursuing this case. By taking this case on a contingent fee basis, we not only shared in the risk of loss with the Class, but we also fully assumed the risk that we would be paid nothing for our services even after having invested not only a total of more than 1000 hours in recorded time (by all Class Counsel), and the risk that our cash outlay of \$48,224.09 for out-of-pocket expenses would not be recovered. In my opinion, the fact that we worked diligently on this case for six years without any compensation from hourly fees, retainer, or any other source, weighs heavily in favor of the award of a percentage fee of one-third (1/3) of the recovered common fund, that Class Counsel are requesting.

e. Any time limitations imposed by the client or the circumstances - There were no unusual time limitations imposed in this matter.

f. The amount involved and the results obtained – The parties agreed that the total amount of gathering costs (including gathering fuel) deducted from royalties paid to the putative class members during the Class Period was \$811,501.00, exclusive of prejudgment interest. The settlement amount is \$900,692.00 (not including accrued interest on that sum since it was deposited into escrow). Thus, the actual settlement amount here exceeds the total estimated damages (without pre-judgment interest). Given the inherent uncertainties of litigation and the risks presented here, especially with claims involving questions of first impression under Colorado law, the recovery here is an excellent result for the class. The experience, reputation, and ability of the attorneys - Fleeson, Gooing, Coulson & Kitch, L.L.C. is one of the premier advocates for royalty owners in class action underpayment cases, and Dufford Waldeck brought the leading royalty under payment case in Colorado (*Garman v. Conoco*, 886 P.2d 652 (Colo. 1994)) and has worked diligently to continually represent its many oil and gas lessor clients ever since. I am proud to work with them as co-counsel in this and other cases.

g. The nature and length of the professional relationship with the client – Jolley Potter Ranches Energy Co., LLC, the named plaintiff in this case, has maintained a long-term attorney/client relationship Nathan Kever, with Dufford Waldeck, Class Counsel. Although this is the first case in which I have represented Jolley Potter Ranches Energy Co., LLC, over the past six years we also have developed a good and effective working relationship.

h. Awards in similar cases- Here, the requested fee of one-third of the common fund is well within the range of what courts have identified as reasonable in common fund cases. I believe the requested fee of one-third of the common fund, created by the settlement in this case, is fair and reasonable.

The expenses incurred in this case were paid by the Fleeson Firm. see Exhibit B-4 attached to Mr. Seely's declaration. All of these were necessary, were reasonable in amount, and were incurred for the purpose of representing the Class in this case. Therefore, I believe they are reasonable.

In my opinion, the total amount of \$48,224.09 in actual expenses incurred and paid by all Class Counsel were reasonably incurred and are reasonable in amount, and Class Counsel should be reimbursed for them.

I declare under penalty of perjury that the foregoing is true and correct.

Executed this 8th day of August 2025.



George Robert Miller

EXHIBIT A
MILLER TIME ENTRIES

Client: GRM Jolley Potter Rances - State Time

Professional

Nickname 1	Time Spent	Date	End Date	Description
Miller, Bob	3.80	11/7/2018		First draft of JPRS complaint
Miller, Bob	2.00	11/8/2018		Redraft of JPRS complaint
Miller, Bob	0.20	11/12/2018		Exchange of emails w/Keever
Miller, Bob	1.20	11/13/2018		Revised complaint based on Keever comments.
Miller, Bob	4.50	11/16/2018		Factual & legal research re: JPRS complaint plus memo re: same.
Miller, Bob	4.35	11/21/2018		Legal resend and memo re: gathering vs. transportation.
Miller, Bob	2.10	2/11/2019		Amended complaint to add non-third party and unreasonable gathering cost.
Miller, Bob	1.50	2/13/2019		Amended complaint to add subclasses 1 & 2 per Keever comments.
Miller, Bob	0.30	3/12/2019		Emails re: entry of appearance; prepared and filed entry of appearance.
Miller, Bob	5.75	12/23/2019		Prepared Plaintiffs initial Interrogatories, RFAs, RFP and reviewed Def. Answer for statements and admissions.
Miller, Bob	0.50	1/2/2020		Review Whipple comment re: Plaintiff discovery
Miller, Bob	2.00	1/7/2020		Revise Plaintiffs discovery.
Miller, Bob	0.75	1/9/2020		Review and comment on co-counsel changes to discovery. Aoom call w/co-counsel re: discovery.
Miller, Bob	0.50	1/20/2020		Memo wo Whipple summarizing 1/9 conference call.
Miller, Bob	0.20	1/30/2020		Email to Whipple re: JPRS discovery
Miller, Bob	2.50	3/3/2021		Review of TEP answers to plaintiff discovery.
Miller, Bob	0.50	8/11/2021		Email from Keever re: TEP settlement discussion and response.
Miller, Bob	0.25	12/6/2021		Review TEP settlement offer and response.
Miller, Bob	0.50	12/8/2021		Discussions w/co-counsel re: possible settlement.
Miller, Bob	2.10	12/21/2021		Review of Emily's research re: settlement terms.
Miller, Bob	6.50	12/10/2021		Research and memo re: Amended & Restated gas gathering agreement Williams/WFS and amendments thereto.
Miller, Bob	7.50	2/1/2022	2/4/2022	Multiple emails and conference calls w/co-counsel re: TEP settlement offer and response.
Miller, Bob	0.50	2/10/2022		Additional discussions re: settlement.
Miller, Bob	2.10	3/15/2022		Exchanges of emails and phone calls re: response to another TEP offer.
Miller, Bob	18.00	4/25/2022	5/16/2022	Review documents produced by TEP.
Miller, Bob	1.50	5/18/2022		Exchange of emails w/co-counsel re: class claims.
Miller, Bob	6.50	6/17/2022	6/29/2022	Reviews and comments on Joint Motion, Order and Notice re: Class Certification plus emails re: same.
Miller, Bob	3.60	6/30/2022		Legal research re: gathering vs. transportation.

EXHIBIT A
MILLER TIME ENTRIES

Professional Nickname 1	Time Spent	Date	End Date	Description
Miller, Bob	12.50	7/4/2022	7/8/2022	Factual research re: documents supporting differences between gathering vs. transportation, memo re: same; legal research re: difference between gathering vs. transportation; and memo re: same.
Miller, Bob	7.30	7/11/2022	7/15/2022	Review and comment on COPAs accounting procedures re: gathering vs. transportation; co-counsel emails re: gathering vs. transportation.
Miller, Bob	3.90	7/18/2022	7/22/2022	Review of Bourque memo re: gathering vs. transportation, co-counsel emails re: definitions of gathering vs. transportation, Telephone conference with Bourque & Keever re: expert report.
Miller, Bob	1.35	8/1/2022	8/5/2022	Telephone conference with Bourque & Seely re: construction of TEP state leases; zoom w/co-counsel.
Miller, Bob	2.25	8/8/2022	8/12/2022	Review TEP responses to State Discovery Requests.
Miller, Bob	14.50	8/15/2022	8/19/2022	Compile list of documents for expert review.
Miller, Bob	3.75	8/22/2022	8/26/2022	Prepared request for Denomy expert opinion re: gathering vs. transportation; incorporate co-counsel comments; communicate to Denomy; prepare responses to TEP request for admissions.
Miller, Bob	1.00	9/29/2022	11/15/2024	Review MLT legal memo re: State Laws that distinguish gathering vs. transportation.
Miller, Bob	1.00	9/26/2022	9/29/2022	Zoom w/Bourque & Seely re: state case expert report.
Miller, Bob	2.25	10/3/2022	10/7/2022	Review Denomy expert report.
Miller, Bob	4.40	10/10/2022	10/13/2022	Comments to Bourque & Denomy expert reports.
Miller, Bob	5.25	10/17/2022	10/21/2022	Review and finalize Courque expert report; plus Denomy expert report; zoom call re: same.
Miller, Bob	4.25	11/21/2022	11/23/2022	Zoom call w/co-counsel re: state case; review TEP expert disclosures and Terry expert report.
Miller, Bob	14.25	11/28/2022	12/2/2022	Prepare memo re: Terry expert report and proposed responses and legal disputes together w/legal and fact research; exchange of emails w/co-counsel re: response to Terry report.
Miller, Bob	9.55	12/12/2022	12/16/2022	Review Denomy comments and sections of COPAs accounting procedures; prepare memo re: disputed facts statements in Terry report; extended attorney emails re: disputed fact statements.
Miller, Bob	1.50	12/19/2022	12/22/2022	Redraft disputed fact statement; attorney comments.
Miller, Bob	1.70	12/26/2022	12/30/2022	Review and comment on Denomy rebuttal expert report; discussions w/Denomy re: same.
Miller, Bob	0.50	1/2/2023	1/4/2023	Reviewed Order and Motion for extension to file SJMs.
Miller, Bob	6.25	2/20/2023	2/24/2023	Review and revise Keever draft of JPR State; Class Motion for Summary Judgement and legal research

EXHIBIT A
MILLER TIME ENTRIES

Professional Nickname 1	Time Spent	Date	End Date	Description
Miller, Bob	3.50	2/27/2023	2/28/2023	Compile facts and prepare memo setting out undisputed facts on JPR State; legal research re: same.
Miller, Bob	6.50	3/1/2023	3/3/2023	Prepare 1st draft of Class Motion for Summary Judgement. Review and redraft Keever draft of State SJM; Telephone conference with Keever re: TEP exceeding 50% price cap; meeting w/Keever re: SJM.
Miller, Bob	5.10	3/6/2023	3/10/2023	Review Keever draft Class SJM in State Case.
Miller, Bob	2.50	3/13/2023	3/16/2023	Zoom w/co-counsel re: JPR State Class SJM; redraft Keever draft of JPR State SJM; legal research re: same; prepare spreadsheet re: gathering vs. transportation documents; legal research re: state law definitions of gathering vs. transportation; zoom w/co-counsel; multiple co-counsel emails.
Miller, Bob	23.25	3/20/2023	3/24/2023	Two redrafts of State JPR SJM; review of JPR State Leases to identify exhibits to SJM; Telephone conference with Keever re: SJM; Telephone conference with Keever re: SJM; Telephone conference with Keever re: SJM.
Miller, Bob	10.00	3/27/2023	3/31/2023	Review Keever/Meyer draft of SJM w/Exhibit and forward changes to Meyer; track down exhibits to SJM for filing, email to Bourque and Demony re: SJMs.
Miller, Bob	3.50	4/3/2023	4/7/2023	Emails between co-counsel re: TEP did not take gathering before Lindauer; Telephone conference with Keever re: response to TEP SJM; draft proposed changes to joint motion.
Miller, Bob	2.55	4/10/2023	4/14/2023	Zoom w/co-counsel re: JPRS; zoom re: JPRS; memo re: TEP statement of facts; redraft response to TEP statement of facts; extended email exchanges w/ GJS re: response.
Miller, Bob	8.20	4/17/2023	4/21/2023	Telephone conference with Keever re: response to TEP SJM; redraft response to TEP SJM, review Bourque expert report re: response. Prepare affidavit to authenticate exhibits; multiple emails re: TEP response; review TEP response to Class SJM; zoom call w/co-counsel re: TEP response.
Miller, Bob	9.70	4/24/2023	4/28/2023	Review and comment on reply re: Class SJM.
Miller, Bob	5.50	5/1/2023	5/5/2023	Keever practice argument for SJ Hearing; Hearing re: SJMs in State Case.
Miller, Bob	2.25	5/22/2023	5/24/2023	Telephone conference with Keever re: next steps; emails w/co-counsel re: pleadings.
Miller, Bob	4.50	2/12/2024	2/16/2024	Review Order denying SJMs; zoom re: possible motion to reconsider.
Miller, Bob	0.70	2/19/2024	2/23/2024	
Miller, Bob	2.50	7/15/2024	7/19/2024	

EXHIBIT A
MILLER TIME ENTRIES

Professional Nickname 1	Time Spent	Date	End Date	Description
Miller, Bob	6.00	7/22/2024	7/25/2024	Telephone conference with Keever re: motion to reconsider; drafting motion to reconsider and legal research; co-counsel emails.
Miller, Bob	6.25	7/29/2024	7/31/2024	Telephone conference with Keever re: motion to reconsider; drafting motion to reconsider; co-counsel emails.
Miller, Bob	1.50	8/19/2024	8/21/2024	Preparation of reply brief re: reconsideration of SJ Order.
Miller, Bob	0.50	9/3/2024		Review order denying motion to reconsider.
Miller, Bob	1.00	5/12/2025	5/14/2025	Review of settlement proposal for the 2019 State Case (JPRS); conference call re: same.
Miller, Bob	2.50	6/2/2025	6/6/2025	Review and comment on 2019 state case settlement documents.
Miller, Bob	0.50	7/14/2025		Review reply to counter claims in State case.
TOTAL	287.65			

DISTRICT COURT, GARFIELD COUNTY, COLORADO 109 8 th Street, Glenwood Springs, CO 81601 (970) 928-3065	
Plaintiff: JOLLEY POTTER RANCHES ENERGY CO, LLC, on behalf of themselves and all others similarly situated, v. Defendant: TEP ROCKY MOUNTAIN, LLC	
	▲ COURT USE ONLY ▲ Case No.: 2019CV30036 Division:
ORDER RE CLASS COUNSEL’S MOTION FOR ALLOWANCE OF ATTORNEY FEES AND EXPENSES	

On August 8, 2025, Class Counsel for Plaintiffs moved the Court for an award of attorney’s fees of one-third (1/3) of the net settlement (after the subtraction of expenses and addition of accrued interest on the escrowed settlement funds) for a reimbursement of their reasonable expenses in the total amount of \$48,224.09.

The Court held a hearing on Class Counsel’s motion on August 29, 2025, and having reviewed the motion and all related pleadings and filings and having heard the evidence and argument presented at the hearing, now FINDS, ORDERS AND ADJUDGES AS FOLLOWS:

1. The requested fees of one-third (1/3) of the net settlement proceeds (after subtracting expenses and adding interest accrued on the escrowed funds) and reimbursement of their reasonable expenses in the total amount of \$48,224.09 are reasonable under the application of the percentage-of-the-fund method which requires (1) a comparison of other recoveries in common fund cases and (2) an evaluation of the *Johnson* factors.

2. While not required, a lodestar analysis confirms the reasonableness of the attorney's fees and expenses requested.
3. Class Counsel are awarded reasonable attorney's fees in the total amount of one-third (1/3) of the net settlement proceeds (after subtracting expenses and adding interest accrued on the escrowed funds) and reimbursement of their reasonable expenses in the total amount of \$48,224.09.

Dated _____

District Court Judge