Texas
Independent
Producers and
Royalty Owners
Association

Speaker Joe Straus announces interim charges for the Texas House

On Friday, January 31, 2014, Speaker of the Texas House Joe Straus issued interim charges for state representatives to study and investigate ahead of the next legislative session, which will begin in January 2015.

"Today's interim charges, combined with the initiatives that I will announce in the weeks to come, will help members prepare to tackle serious challenges in the next session," explained Speaker Straus in a letter addressed to all Texas representatives. "Just as we did in last year's session, I am confident that we can address these issues in a responsible, bipartisan way."

More specifically, during the interim, the House Committee on Energy Resources is to review the impact of expanding oil and gas exploration and production in Texas. Legislators will examine both the positive aspects, as well as new challenges, presented from rising oil and gas activity in the Lone Star State. The Energy Resources Committee will also study the P5 permitting process at the Texas Railroad Commission (RRC); consider the appropriation of general revenue dollars for IT improvements at the RRC; review the application of Texas Business & Commerce Code, Section 9.343, to determine legal rights of unperfected security interests of oil and

gas products with respect to subsequent purchasers; and monitor the implementation of House Bill 2982, which passed during the 83rd Legislative Session and pertains to the safety standards of the transportation of hazardous liquids, carbon dioxide and natural gas by pipeline in rural locations.

Furthermore, members of the House Committee on Environmental Regulation will study the current environmental permitting processes at the Texas Commission on Environmental Quality (TCEQ) and evaluate the economic impact of the agency's permitting procedures on Texas' manufacturing sectors. The committee will also study the rules, laws and regulations relating to the disposal of high-level radioactive waste in Texas, and make specific recommendations on the state and federal actions necessary to permit a high-level radioactive waste disposal or interim storage facility in Texas.

In addition, the House Natural Resources Committee has been tasked with monitoring the implementation of House Bill 4 and Senate Joint Resolution 1 to provide a stable, long-term funding source for the State Water Plan. In November 2013, Texas voters approved Proposition 6, which relates to the two pieces of legislation, in order to allow financing of water infrastructure development in Texas. Legislators will also consider the economic, environmental and social impacts of groundwater usage and production in the agricultural, municipal and energy sectors. Additionally, the committee has been specifically asked to examine methods that will further facilitate the development of brackish groundwater resources, which is of particular interest to oil and gas producers who are increasingly using brackish water during fracing operations.

Finally, the House Committee on Transportation has been tasked with monitoring the usage of state funds allocated by the Texas Department of Transportation (TxDOT) for improving road quality in those areas that have been most impacted by Energy Sector activities. Members of the House Transportation Committee will also review the state of our current transportation infrastructure outside of the five most populous areas, as well as explore future needs to ensure long-range sufficiency. This interim session, the committee also has been charged with examining county authority to utilize tax increment financing and transportation reinvestment zones to fund transportation projects, in relation to Senate Bill 1747 which passed during the 83rd Legislative Session.

In addition, all committees have been directed by the Speaker to conduct legislative oversight and monitoring of state agencies and related government programs under the committee's jurisdiction.

"One of the reasons that the 83rd Legislature was so successful was that we identified key priorities early and made important progress on those priorities before the opening gavel fell," said Speaker Straus. "I hope you will take a similar approach to our work over the next 12 months."



CHAIRMAN'S MESSAGE

TIPRO Members -

Last Tuesday, January 28, President Obama delivered his annual "State of the Union" address. This is an opportunity for our nation's leader to outline his priorities for the coming year, and highlight initiatives the government will focus on during 2014. If you missed it, the President used the occasion to articulate his goals for domestic energy development, specifically offering praise for natural gas. During his speech, Obama said:

"One of the biggest factors in bringing more jobs back is our commitment to American energy. The all-of-the-above energy strategy I announced a few years ago is working, and today, America is closer to energy independence than we've been in decades. One of the reasons why is natural gas – if extracted safely, it's the bridge fuel that can power our economy with less of the carbon pollution that causes climate change. Businesses plan to invest almost \$100 billion in new factories that use natural gas. I'll cut red tape to help states get those factories built, and this Congress can help by putting people to work building fueling stations that shift more cars and trucks from foreign oil to American natural gas."



David F. Martineau

This pledge by the President is certainly noteworthy, as it indicates his willingness to use his authority to help support additional infrastructure and further promote the use of natural gas. Over the past five years, since President Obama took office, there has been a remarkable spike in U.S. energy production. In fact, since 2009, America has quickly become one of the world's top producers of both oil and natural gas and is now better able to meet energy demand. Of course, the president wants to take credit for this energy surge while he had nothing to do with it, since production during this period has dropped 40 percent on federal lands and we still cannot drill offshore, in the arctic national wildlife refuge nor on certain federal lands. Nonetheless, we continue to need the support of all elected officials, including the president and members of Congress, in order to fully take advantage of America's shale revolution.

During the "State of the Union" address, the President also discussed our country's energy policy, sharing his ideas on how to improve government oversight of the E&P sector. He vowed to continue to direct senior leaders of his administration to strengthen protection of air, water and communities.

Obviously as concerned Americans, it remains an important priority for us all to be good stewards of the environment - but I do hope that before additional rules are to be implemented and enforced by our federal government, especially through agencies like the U.S. Environmental Protection Agency and U.S. Department of Interior, that officials will first fairly assess existing conditions and evaluate the impact of proposed regulation on economic development, before choosing to amend or change oversight of domestic oil and gas activities. This rings particularly true when we also consider existing and evolving local and state regulation of the industry, which is rapidly changing as well.

As we have explained many times before, excessive regulation oftentimes places an unnecessary burden on independent producers, who are responsible for drilling up to 95 percent of the nation's oil and gas wells. This in turn has a ripple-effect on the U.S. economy, as the energy sector leads our country in job growth and sustainability and continues to prove itself a viable platform for technological advancements.

Therefore, while it is encouraging to see the President speak of the positive economic benefits associated with domestic E&P activities, we must still continue our efforts to ensure reasonable regulation of the oil and gas industry. Day-in, day-out, TIPRO remains committed to providing policymakers with essential information to help them understand the full impact their decisions could have on Texas operators and royalty owners.

Sincerely,

I Martineau

CONNECT WITH TIPRO ONLINE TO KEEP UP WITH THE LATEST INDUSTRY NEWS!

Be sure to follow the Texas Independent Producers & Royalty Owners Association online to learn the latest that is happening in the oil and gas industry. From Twitter to Facebook and LinkedIn, TIPRO's social media accounts offer new ways to receive updates and connect with other professionals in the E&P sector.





TIPRO Calendar of Events

FEBRUARY 12, 2014

HOUSTON — IPAA/TIPRO
Leaders in Industry
Luncheon, 11:30 a.m.
Houston Petroleum Club.
For info, call: (832) 233-5502.

MARCH 19, 2014

HOUSTON — IPAA/TIPRO
Leaders in Industry
Luncheon, 11:30 a.m.
Houston Petroleum Club.
For info, call: (832) 233-5502.

MARCH 24-26, 2014

FORT WORTH — TIPRO'S
68th Annual
Convention,
Hilton Hotel.
For info, call: (512) 477-4452.

APRIL 16, 2014
HOUSTON — IPAA/TIPRO
Leaders in Industry
Luncheon, 11:30 a.m.
Houston Petroleum Club.
For info, call: (832) 233-5502.

U.S. STATE DEPARTMENT RELEASES ENVIRONMENTAL STUDY ON THE KEYSTONE XL PIPELINE

After lengthy investigation, last week the U.S. State Department released its comprehensive "Environmental Impact Study" (EIS) on the Keystone XL pipeline.

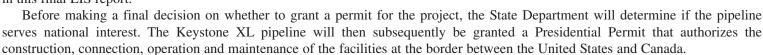
The proposed 875-mile pipeline project would allow the delivery of up to 830,000 barrels per day (bpd) of crude oil from the Western

Canadian Sedimentary Basin (WCSB) in Canada and the Bakken Shale Formation in the United States to Steele City, Nebraska, for onward delivery to refineries in the Gulf Coast area. TransCanada Keystone Pipeline first applied for its permit back in 2008 to start construction on the pipeline, but more than five years later is still awaiting authorization from the government.

The State Department's new report has concluded that should the pipeline be built, it would have little impact on greenhouse gas emissions and climate change - one of the primary arguments used by environmentalists against the project.

"This is great news for Americans who would prefer to encourage the production of oil from our neighbors to the north rather than rely on unfriendly nations for oil," said Barry Smitherman, chairman of the Texas Railroad Commission (RRC). "The State Department concluded in its final environmental assessment issued today that the proposed Keystone XL pipeline would not significantly alter global greenhouse gas emissions, so clearly it is time to move ahead with this important energy infrastructure project."

Altogether, the State Department received an estimated 1.5 million submissions during the public comment period on the proposed pipeline. All comments were considered and addressed, as appropriate, in this final EIS report.



Analysts believe that the Keystone XL pipeline would represent more than a \$5 billion private sector investment in a state-of-the-art energy infrastructure, and would help support thousands of American jobs for the construction industry. Supporters also argue that the pipeline would help enhance energy security by providing access to abundant and inexpensive domestically produced oil and gas.

"Today's report means radical environmentalists are running out of excuses for forcing the delay of a project that will mean more jobs for Texans and greater energy security for North America," commented Texas Governor Rick Perry. "It's time to move this project forward and put an end to this bureaucratic red tape. If, as the president said in his State of the Union speech, he truly wants this to be a 'year of action,' there would be no better way to kick it off than authorizing construction of this important project."

EPA, TCEQ RESOLVE DISPUTE OVER TEXAS' FLEXIBLE PERMIT PROGRAM

State and federal regulators have reached a deal on contested portions of the Texas clean air plan. After years of disagreement, the U.S. Environmental Protection Agency (EPA) has agreed to allow the Texas Commission on Environmental Quality (TCEQ) to manage major air pollution sources in the state.

"We are pleased that the TCEQ and EPA have been able to reach an agreement for the EPA to propose conditional approval of the Texas flexible permit program, and that the EPA now understands why the program is legal and effective," said Bryan Shaw, chairman of the TCEQ. "Although the TCEQ and industry representatives successfully challenged EPA's 2010 disapproval of the program, today's action provides a resolution to implement both the court's opinion and the necessary legal requirements for EPA approval. At its upcoming February 12 meeting, TCEQ commissioners will consider proposing rule amendments to address the conditions for full EPA approval later in 2014."

Nearly four years ago, the EPA overturned the TCEQ's long-term flexible permitting program, proclaiming it failed to meet federal requirements under the Clean Air Act. Consequently, since January 2011, the federal agency has been serving as the primary permitting authority for greenhouse gases in Texas. As a result, the Texas agency decided to pursue legal action and elected to challenge in court the EPA's decision.

The new agreement between officials will reportedly require continuous monitoring of separate operating units under a general cap of emissions. More information on the deal is expected to be released in the coming weeks.

DON'T MISS OUT - REGISTER FOR TIPRO'S 68TH ANNUAL CONVENTION TODAY!

With a strong line-up of presenters scheduled to speak, members of TIPRO are encouraged to sign-up now for the association's upcoming 68th Annual Convention. The event, set to be held March 24-26, 2014, at the Hilton Hotel in Fort Worth, will provide attendees with insight on the latest trends and issues affecting the Texas E&P sector. The program will include a series of presentations by industry executives, panel discussions and market updates, as well as several networking opportunities to meet other oil and gas professionals and fellow business associates.

To view the full conference agenda and register to attend, please see pages 4-5 of this newsletter. You can also register online by visiting www.tipro.org.

TIPRO'S 68TH ANNUAL CONVENTION AGENDA

MONDAY, MARCH 24

10:00 A.M. REGISTRATION OPENS

GENERAL SESSION

	O LI (LIK) (L OLOGIO) (
1:00 P.M.	WELCOME ADDRESS DAVID MARTINEAU, CHAIRMAN, TIPRO
1:10	Dr. Ed Ireland Executive Director, Barnett Shale Energy Education Council
2:00	REGULATORY UPDATE LESLIE SAVAGE, RRC ERIN SELVERA, TCEQ
3:00	T.M. ROE PATTERSON CEO, BASIC ENERGY SERVICES
4:00	Break in Exhibit Hall
4:15	FEDERAL ISSUES UPDATE U.S. CONGRESSMAN JOHN CARTER
5:30	WELCOME RECEPTION
7:00	Dinner on Your Own

DON'T FORGET TO BOOK YOUR HOTEL RESERVATIONS!

Make sure to reserve your hotel room

during TIPRO's 68th Annual Convention at the Hilton Hotel in Fort Worth before **February 21, 2014**, to receive the discounted group rate of \$189.

Book your reservation today by calling (817) 870-2100. You may also reserve your hotel room online by visiting:

http://bit.ly/ldUqloe

TUESDAY, MARCH 25

7:30 A.M. REGISTRATION OPENS
EXHIBIT HALL OPENS

GENERAL SESSION

8:00	Membership Breakfast
	U.S. CONGRESSMAN PETE OLSON

9:00 ALLEN GILMER

CO-FOUNDER, CHAIRMAN & CEO, DRILLINGINFO

10:00 HAROLD L. HICKEY

President & COO, EXCO Resources

11:00 ECONOMIC OUTLOOK

JAN STUART

Managing Director and Head of Global

ENERGY RESEARCH, CREDIT SUISSE

12:30 p.m. Keynote Luncheon

LEE TILLMAN

CEO, MARATHON OIL

2:00 "State of Talent in the Energy Industry"

RICHARD PRENG

GLOBAL SECTOR LEADER-ENERGY, KORN FERRY INT'L

3:00 MEMBERSHIP MEETING

3:15 BREAK

3:30 STATE ISSUES PANEL

REP. MYRA CROWNOVER, TEXAS HOUSE REP. CHRIS PADDIE, TEXAS HOUSE

Rep. Lyle Larson, Texas House

5:30 President's Reception

7:00 CHAIRMAN'S DINNER

KARL ROVE

FORMER DEPUTY CHIEF OF STAFF AND SENIOR ADVISOR TO PRESIDENT GEORGE W. BUSH

WEDNESDAY, MARCH 26

8:30 A.M. TIPRO AUDIT COMMITTEE MEETING

10:00 TIPRO BOARD MEMBER MEETING



REGISTER TODAY FOR TIPRO'S CONVENTION!

MEMBER REGISTRATION FEES: INCLUDES ALL AGENDA EVENTS & MEALS INCL



Have special dietary needs or other considerations?
Please contact TIPRO staff at (512) 477-4452.

FAX FORM TO (512) 476-8070 OR VISIT WWW.TIPRO.ORG FOR ONLINE REGISTRATION

at (512) 477-4452.	FOR ONLINE REGISTRATION			
ATTENDEE INFORMATION				
Name of Attendee:				
Company:				
Address:				
City/State/Zip Code:				
Phone: Fax:				
E-mail:	TIPRO			
Registered Spouse:				
PAYMENT INFORMATION				
Total: Payment Method: VISA M.	ASTERCARD AMEX CHECK NO:			
Print Name:	Company:			
Billing Address:				
Credit Card No.:	Exp. Date:			
Sianature:	CID:			

CANCELLATION POLICY

In order to receive a refund, TIPRO must be notified of your cancellation no later than Friday, March 14, 2014

NEW CNG FUELING STATION OPENS IN SOUTH TEXAS



Last month, a new natural gas refueling station was opened in El Campo, Texas – representing the first and only compressed natural gas (CNG) fueling station between Corpus Christi and Houston now open for use by the general public. The station, which is run by Apache and United Ag, offers motorists CNG fuel prices at nearly half the cost of regular unleaded gasoline.

"The CNG station in El Campo is now open to serve the public as well as our Apache vehicles and

other area fleets," said Frank Chapel, Apache's director of natural gas transportation fuels. "This station is also quite strategic as it is currently the only public-access CNG station between Corpus Christi and Houston."

"I am thrilled to see more CNG fueling infrastructure being developed around the state, especially in this crucial area along U.S. 59 and in such close proximity to the Eagle Ford Shale, which is producing an abundance of natural gas," commented Commissioner David Porter. "I have launched a natural gas vehicle initiative aimed at increasing the amount of natural gas used as a transportation fuel, which can cut emissions up to 30 percent compared to traditional diesel or gasoline-fueled vehicles. As part of this initiative, I have been working to bring together fleets who want to own and operate natural gas vehicles and station developers who can fill in the gaps in the fueling infrastructure. Owners of natural-gas vehicles should be able to travel the state with complete confidence that they can find fuel along our major highways. I believe this station is a major step in the right direction."

The station is located at 909 Wharton Street, El Campo, Texas, 77437.

SHARYLAND UTILITIES CUSTOMERS MUST NOW SHOP FOR A DIFFERENT ENERGY PROVIDER

AN UPDATE PROVIDED BY THE TIPRO POWER COALITION

Beginning in May 2014, Sharyland Utilities will transition from a regulated electricity territory to a deregulated area, meaning that customers currently served by Sharyland in Stanton, Colorado City, Brady, and Celeste territories (the former Cap Rock service area)

will have the choice of which Retail Electric Provider to service their energy meter.

Customers in these areas will soon receive a letter from Sharyland Utilities stating, "You must select a REP by April 13, 2014. If you do not, Sharyland will randomly assign you to a Default REP, who will then sell you electricity with a market-based, month-to-month variable rate which may be higher than competitive rate offers. However, if you get assigned to a Default REP, you will still have the opportunity to select a REP on your own and switch away from the Default REP without penalty."

If a customer does not choose their own electricity contract and is assigned to the default provider, they will be placed on an energy rate that will be around 150 percent higher than the competitive market prices.

TIPRO's exclusive energy broker Fox, Smolen & Associates (FSA), a licensed aggregator registered with the Public Utility Commission of Texas (registration #80056) manages The Electric Coalition, a purchasing group consisting of 33 Chambers of Commerce, a number of cities and trade associations across the state.



The Electric Coalition is part of an "aggregation group." By bringing together a large group of diverse customers, their pooled electricity usage can be shopped in the competitive market, and each customer can find a Retail Electric Provider that will offer the best pricing and contract terms for their energy usage.

"We want to help TIPRO members take advantage of Sharyland's newly opened deregulated energy territory... not be taken advantage of," said Jason O'Krent, director of energy purchasing for FSA. "By providing fair, apples-to-apples comparisons from pre-screened Retail Electric Providers, we help members save time and money by eliminating the hassle of electricity procurement and contract management."

If you have an energy meter which currently lies in Sharyland Utility's service territory, contact Jason O'Krent at Fox, Smolen & Associates at (888) 822-9090 x104 or email okrent@foxsmolen.com before you are placed on the higher default electricity rate.

If you don't have locations in the Sharyland territory, remember to still contact FSA if your electricity contract expires within the next 12 months, as competitive market rates have been rising since the 2012 bottom and should be secured before they rise any higher.

AT NAPE, OFFICIALS ENCOURAGE MORE EDUCATION OF OIL & GAS, HYDRAULIC FRACTURING

Addressing attendees of the 2014 North American Prospect Expo (NAPE), on Wednesday February 5, 2014, energy regulators took the opportunity to urge members of the oil and gas industry to increase education on domestic shale development.

Texas Railroad Commissioner Christi Craddick said: "The booms and busts of oil and gas production are expected, but the industry's recent innovations in shale development - the use of hydraulic fracturing and horizontal drilling collectively - have immensely changed the conversation. We have sustained growth. This technology has catapulted the world into this new age of energy abundance. Although it started in Texas, shale development is now pursued throughout the world."

Craddick added, "With this monumental development comes not only a regulatory responsibility, but the unspoken, unconditional duty of industry, policy makers and regulators to educate people about what is going on in their communities. We have worked hard to spread this message in Texas, but the effort does not stop there. We must all proactively work together to tell the story of the importance of this shale energy revolution to the world. With global awareness of the significance of this new age of energy development, the abundance of our energy resources is more certain. The American shale revolution has been driven by energy innovators who had the courage take the leap and invest in pioneering technologies. America has blazed the trail for energy innovation; and now, the eyes of Texas, and the world, are upon us to ensure the safe, responsible, continued development of our precious resources."

Serving as the keynote speaker of the NAPE conference, former Interior Secretary Ken Salazar also stressed the importance of public education on hydraulic fracturing. He advised members of the industry to continue to educate the public on drilling technology, as well as directly address concerns that relate to the environmental impact and safety of E&P operations. Salazar suggested "people are afraid of the unknown," which is why open conversation and full disclosure is so important.

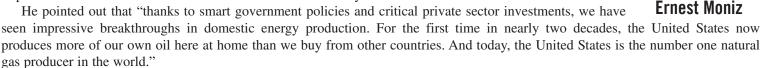
Salazar also offered praise to the oil and gas industry, saying fracing in part has helped the U.S. move towards energy independence and reduced the price of fuel for Americans.

Secretary of Energy visits Texas to discuss energy innovation

Making a trip down to Austin and San Antonio this week, U.S. Secretary of Energy Ernest Moniz visited Texas on February 6, 2014, to promote President Barack Obama's "all-of-the-above" energy strategy and highlight new energy and technology innovations that are under development.

"In many ways, Texas is the perfect example of how President Obama's all-of-the-above energy strategy can go hand in hand with combating climate change," noted Moniz in his remarks at the University of Texas at Austin. "This state is the number one producer of oil and gas in the country. Texas has also been a national leader in clean and renewable energy production. This state already leads the nation in electricity generation from non-hydroelectric renewable resources. And Texas has the highest wind-powered generation capacity of any state in the nation."

During his speech, Moniz also addressed the rising need for workforce training, in addition to the importance of science and innovation to the American economy.



While in Texas, Moniz also met with San Antonio Mayor Julian Castro to talk about the Administration's overall energy strategy and review new advancements which are helping support energy demand across America.



Registration is now open for the Texas Energy Council's (TEC) 26th Annual Energy Symposium, which will be held on Thursday, March 6, 2014, at the George W. Bush Presidential Center in Dallas, Texas. Members of TIPRO are invited to attend the meeting, which will cover a wide-range of topics.

Texas natural gas already affects national energy security and soon will be effectively changing economies elsewhere. By attending the TEC symposium, attendees will gain understanding on the demand for Texas expertise and services, and network with the Consulate representatives of other nations. There will also be opportunities to learn more on foreign sources of capital and E&P partners, as most A&D capital in the oil and gas industry has been (directly/indirectly) generated from foreign sources in the last few years. Discover where and how Texans are making a difference in developing oil and gas resources around the globe.

During the event, an incredible line-up of experts, industry players and distinguished guests from the top levels of government will discuss the 'things about Texas O&G we don't know we don't know' as Texas prepares to fast become an energy exporter. Presenters will also address what that could mean for all of us.

Cultivate business relationships with industry colleagues from across all sectors (upstream to downstream) and foreign representatives who are looking to connect with oil and gas professionals

Registration and sponsorship available online at: www.texasenergycouncil.org.





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MARCH 24-26, 2014
HILTON HOTEL
FORT WORTH, TEXAS
MORE DETAILS AT <u>WWW.TIPRO.ORG</u>



Texas Independent Producers & Royalty Owners Association

With more than 2,500 members, TIPRO is the nation's largest statewide association representing both independent producers and royalty owners. Our members include small family-owned companies, the largest publicly traded independents and large and small mineral estates and trusts.

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