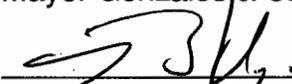


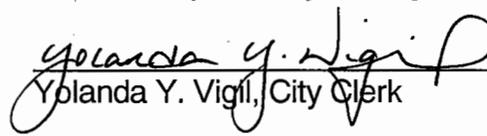
City of Santa Fe, New Mexico

memo

DATE: April 24, 2014

TO: Mayor Gonzales & City Councilors

VIA: 
Brian K. Snyder, City Manager

FROM: 
Yolanda Y. Vigil, City Clerk

ITEM & ISSUE

Request for a Transfer of Ownership of Dispenser License #0649 with package sales.

BACKGROUND AND SUMMARY

Murphy Oil USA, Inc. has requested the transfer of ownership of Dispenser License #0649 from Murphy Oil Corporation to Murphy Oil USA, Inc. This license will remain at Murphy Oil Express #8609, 5301 Las Soleras Drive. This location is not within 300 feet of a church or school.

Attached are staff reports regarding litter, noise and traffic. Staff does not anticipate a substantial change in litter and noise or any unacceptable traffic impacts due to the approval of this request.

Staff is recommending that it be noted that Murphy Oil Express #8609 is required to comply with all of the city's ordinances as a condition of doing business in the city.

ACTION REQUESTED

I request that the City Council indicate its decision on the transfer of ownership of Dispenser License #0649 from Murphy Oil Corporation to Murphy Oil USA, Inc. This license will remain at Murphy Oil Express #8609, 5301 Las Soleras Drive.

Attachments: Alcohol & Gaming Division Application
Exchange Agreement
Notice of Public Hearing
Staff Reports



New Mexico Regulation and Licensing Department
ALCOHOL AND GAMING DIVISION

Toney Anaya Building • PO Box 25101 • Santa Fe, New Mexico 87505-5101
(505) 476-4875 • Fax (505) 476-4595 • www.rld.state.nm.us/alcoholandgaming

March 17, 2014

Susana Martinez
GOVERNOR

Robert "Mike" Unthank
SUPERINTENDENT

James C. McKay
GENERAL COUNSEL

Mary Kay Root
DIRECTOR

Certified Mail No: 7009 2250 000 9386 7679

City of Santa Fe
Attn: Yolanda Vigil, Clerk
PO Box 909
Santa Fe, NM 87504-0909

Re: Lic. No./App. No. 649/903651
Applicant Name: Murphy Oil USA, Inc.
Doing Business As: Murphy Express #8609
Proposed Location: 5301 Las Soleras Dr., Santa Fe, NM

ATTENTION: Department or person responsible for conducting or preparing the public hearing for liquor license transfers or issuance of new liquor licenses. *(Please review the revised instructions for approval or disapproval below.)

Greetings:

The Director of the Alcohol and Gaming Division has granted Preliminary Approval for the referenced application and is being forwarded to you in accordance with Section 60-6B-4 NMSA of the Liquor Control Act.

Within forty-five days after receipt of a notice of preliminary approval from the Alcohol and Gaming Division, the governing body shall hold a public hearing in the question of whether the department should approve the proposed issuance or transfer. Notice of the public hearing required by the Liquor Control Act shall be given by the governing body by publishing a notice of the date, time and place of the hearing at least once a week for two consecutive weeks in a newspaper of general circulation within the territorial limits of the governing body, which requires that two weeks of publication must be satisfied before a hearing can be conducted. The notice shall include: (A) Name and address of the Applicant/Licensee; (B) The action proposed to be taken by the Alcohol and Gaming Division; (C) The location of the licensed premises. The governing body is required to send notice by certified mail to the applicant of the date, time and place of the public hearing. The governing body may designate a hearing officer to conduct the hearing. A record shall be made of the hearing.

The applicant is requesting a Ownership of Liquor License:

The governing body may disapprove the issuance or transfer of the license if:

The proposed location is within an area where the sale of alcoholic beverages is prohibited by the laws of New Mexico. (The governing body may disapprove if the proposed location is within 300 feet of a church or school unless the license has been located at this location prior to 1981 or unless the applicant/licensee has obtained a waiver from the local option district governing body for the proposed licensed premises.)

Alcohol and Gaming Division
(505) 476-4875

Boards and Commissions Division
(505) 476-4600

Construction Industries Division
(505) 476-4700

Financial Institutions Division
(505) 476-4885

Manufactured Housing Division
(505) 476-4770

Securities Division
(505) 476-4580

Administrative Services Division
(505) 476-4800

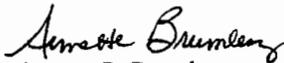
The issuance or transfer would be in violation of a zoning or other ordinance of the governing body. The governing body may disapprove if the proposed location is not properly zoned. Because this office is in receipt of a zoning statement from the governing body, this is not a basis for disapproval.

The issuance would be detrimental to the public health, safety or morals of the residents of the local option district. Disapproval by the governing body on public health, safety or morals must be based on and supported by substantial evidence pertaining to the specific prospective transferee or location and a copy of the record must be submitted to the Alcohol and Gaming Division.

*Within thirty (30) days after the public hearing, the governing body shall notify the Alcohol and Gaming Division *in writing* as to whether the local governing body has approved or disapproved the issuance of transfer of the license and by signing the enclosed original Page 1 of the application. The letter of approval/disapproval and the Page 1 must be returned together with the notice of publication(s). If the governing body fails to either approve or disapprove the issuance or transfer of the license within thirty days after the public hearing, the director will give final approval to the issuance or transfer of the license.

If the governing body disapproves the issuance or transfer of the license, it shall notify the Alcohol and Gaming Division within thirty (30) days setting forth the reasons for the disapproval. A copy of the minutes of the public hearing shall be submitted to the Alcohol and Gaming Division with the notice of disapproval (page 1 of the application page noting disapproval).

Sincerely,



Annette R. Brumley
Hearing Officer

ENCLOSURES: Original Page 1 of Liquor License Application
Copy of page 2 Premises, Location, Ownership & Description of Premises
SID Posting Certificate



2/10/14
Comptroller
R#156687

New Mexico Regulation and Licensing Department - Alcohol and Gaming Division
530 Cerrillos Road • Santa Fe, New Mexico 87505 • (505) 476-4875 • Fax (505) 476-4595 • www.rld.state.nm.us/alcoholandgaming

LIQUOR LICENSE APPLICATION
Application fee - \$200.00 Fees are non-refundable.

State Liquor License # 0649
Application Number 903651
Local option (AGD use) _____

\$200.00
OK #3016875

Record Owner of Existing License: Murphy Oil USA, Inc.
Current D/B/A Name: Murphy Express #8609
Current Premises Address: 5301 Las Soleras Drive, Santa Fe, NM 87507

Application is for: Change of Stock _____ Change of Officers/Directors _____ Transfer Ownership of Existing License Transfer Ownership and Location _____ Transfer Location _____ Other _____
Issue New License _____ Type of License being applied for Dispenser

Applicant is: Individual _____ Corporation Partnership (General or Limited) _____ Limited Liability Company _____

NAME OF APPLICANT (company or individual) Murphy Oil USA, Inc. ADDRESS (including city, state, zip) 422 North Washington Street, El Dorado, Arkansas 71730 TELEPHONE NUMBER (870)-875-7609

ALSO NOTICE: Jerry Hamm, dba Liquor License Brokerage & Consulting, 3301-R Coors Road, NW, #127, Albuquerque, NM 87120

New Mexico Tax Identification Number: 03-147550-00-7

Exhibit A - Tax Registration Certificate

D/B/A name to be used Murphy Express #8609 Phone number for licensed premises: 505-474-9209

Physical location where license is to be used: 5301 Las Soleras Drive, Santa Fe, NM 87507 (Santa Fe County)
(Include street number / highway number / state road, city and county, state, and zip code)

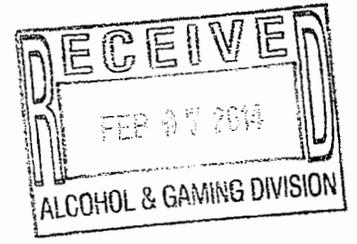
Mailing address: 422 North Washington Street, El Dorado, Arkansas 71730

Are alcoholic beverages currently being dispensed at the proposed location? Yes _____ No If yes, give license number and type: N/A

I, (print name) Marn Chang, as (title) Vice President being first duly sworn upon oath deposes and says: that he/she is the applicant or is authorized by the applicant to make this application; that he/she has read the same; knows the contents therein contained are true. Applicant(s) agree(s) that if any statements or representations herein are found to be false, the director may refuse to issue or renew the license or may cause the license to be revoked at any time.

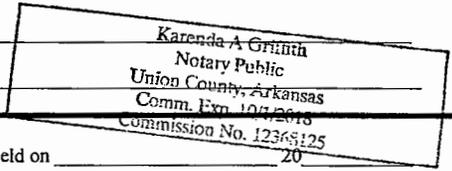
You must sign and date this form in the presence of a notary public.

Signature of Applicant X [Signature] Date 1-14-14



SUBSCRIBED AND SWORN TO before me this 14th day of January, 20 14 by Marn Chang

Notary Public Karenda A. Griffith My Commission Expires 10-1-2018



Local Governing Body of: _____ (City or County). Hearing held on _____ 20____
Check one: Approved _____ Disapproved _____ City/County Official _____ (Signature & Title)

For Alcohol and Gaming Division Use Only

Approved _____ Disapproved _____ Director Approval _____ Date _____



PREMISES LOCATION, OWNERSHIP, AND DESCRIPTION
SS-60-6B-10



1. The land and building which is proposed to be the licensed premises is (check one):

Owned by Applicant Leased by Applicant (attach copy of deed or lease) _____ Other (provide details _____)
(Exhibit B- Warranty Deed)

2. If the land and building are not owned by Applicant, indicate the following:

A. Owner(s) N/A

B. Date and term of lease: N/A

3. Premises location is zoned (example C-1): C-2
(Exhibit C- Zoning Statement)

If the premises is zoned, attach zoning statement from local government giving location address and type of zone, stating whether alcoholic beverages are allowed at proposed location. If there is no zoning, attach confirmation from local government indicating there is no zoning.

(Exhibit D - Area Map)

4. Distance from nearest church *(Property line of church to licensed premises—shortest distance).

Miles/feet Approx. 1 mile Name of church: Revival Center of NM Address/location of church 15 Emblem Road, Santa Fe, NM

5. Distance from nearest school *(Property line of school to licensed premises—shortest distance).

Miles/feet Approx. 7/10's mile Name of school Ortiz Middle School Address/location of school 4164 S. Meadow Road, Santa Fe, NM NM

6. Distance from military installation *(Property line of military installation to licensed premises—shortest distance.)

Miles/feet Approx. 58 miles Name of Military Installation, circle one: Kirtland Air Force Base (Albuquerque), White Sands Missile Range (Las Cruces), Holloman Air Force Base (Alamogordo), Cannon Air Force Base (Clovis)

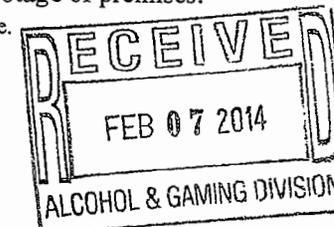
7. Attach, on a separate sheet, the detailed floor plan for each level (floor) where alcoholic beverages will be sold or consumed. Show exterior walls, doors, and interior walls. This will be the licensed premises. The floor plan should be no larger than 8 1/2 x 11 inches, and must include the total square footage of premises.

*If the distance is beyond 300 feet, but less than 400 feet, a registered engineer or licensed surveyor must complete a Survey Certificate showing the exact distance.

(Exhibit E - Floor Plan)

8. Type of Operation:

Lounge _____ Restaurant _____ Package Grocery Racetrack _____ Hotel _____ Other (specify) C-Store W/ Gasoline Sales



Return this form to the Alcohol and Gaming Division, 2550 Cerrillos Road, Santa Fe, New Mexico 87505, if using overnight delivery.

EXCHANGE AGREEMENT

EXCHANGE AGREEMENT (this “**Agreement**”) dated as of August 30, 2013 between Murphy Oil Corporation, a Delaware corporation (“**Murphy Oil**”), and Murphy USA Inc., a Delaware corporation (“**Murphy USA**”).

WHEREAS, Murphy Oil and Murphy USA have entered into a Separation and Distribution Agreement, dated as of August 30, 2012 (the “**Separation and Distribution Agreement**”), providing for the distribution by Murphy Oil to its stockholders of all of the common stock of Murphy USA that is held by Murphy Oil (the “**Distribution**”);

WHEREAS, in accordance with the Separation and Distribution Agreement, prior to the Distribution, an internal reorganization of certain businesses, assets and liabilities of the Murphy Oil Group (as such term is defined in the Separation and Distribution Agreement) and the Murphy USA Group (as such term is defined in the Separation and Distribution Agreement) will occur (the “**Restructuring**”);

WHEREAS, in connection with the Restructuring, Murphy Oil USA, Inc., a Delaware corporation (“**MOUSA**”) will distribute to Murphy Oil (i) a cash dividend of \$650 million and (ii) all of the stock of (A) Murphy Gas Gathering Inc., a Delaware corporation, (B) Arkansas Oil Company, a Delaware Corporation and (C) Murphy Crude Oil Marketing, Inc., a Delaware corporation (the distributions described in clauses (i) and (ii) collectively, the “**Restructuring Distributions**”); and

WHEREAS, each Murphy USA and MOUSA is a wholly owned direct subsidiary of Murphy Oil, and in connection with the Restructuring, Murphy Oil desires to contribute, convey, transfer, assign and deliver all of the issued and outstanding shares of the capital stock of MOUSA (the “**MOUSA Shares**”) to Murphy USA, and Murphy USA desires to accept such MOUSA Shares, in exchange for the issuance of 46,743,216 shares of common stock, par value \$0.01, of Murphy USA (the “**Murphy USA Shares**”) to Murphy Oil, on the terms set forth herein.

NOW, THEREFORE, in consideration of the mutual agreements set forth herein, the parties hereto agree as follows:

SECTION 1. *Exchange*. Effective immediately following the completion of the Restructuring Distributions, (a) Murphy Oil hereby contributes, conveys, transfers, assigns and delivers to Murphy USA, and Murphy USA hereby accepts, all of Murphy Oil’s right, title and interest in and to the MOUSA Shares and (b) in exchange for the contribution, conveyance, transfer, assignment and delivery of the MOUSA Shares, Murphy USA hereby issues to Murphy Oil, and Murphy Oil hereby accepts and acquires from Murphy USA, the Murphy USA Shares.

SECTION 2. *Delivery of Shares.* (a) Murphy Oil shall deliver to Murphy USA certificate(s) representing the MOUSA Shares duly endorsed or accompanied by stock powers duly endorsed in blank, with any required transfer stamps affixed thereto and (b) Murphy USA shall deliver, or cause to be delivered, to Murphy Oil a certificate or book-entry credits representing the Murphy USA Shares.

SECTION 3. *Further Assurances.* Each of the parties hereto shall use its commercially reasonable efforts to take, or cause to be taken, all actions, and to do, or cause to be done, all things, reasonably necessary, proper or advisable under applicable laws, regulations and agreements or otherwise to consummate and make effective the transactions contemplated by this Agreement.

SECTION 4. *Governing Law.* This Agreement shall be governed by and construed in accordance with the laws of the State of Arkansas, without regard to the conflicts of law rules of such state.

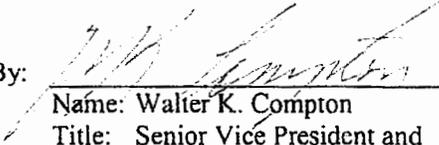
SECTION 5. *Successors and Assigns.* The provisions of this Agreement shall be binding upon, and inure to the benefit of, the parties hereto and their successors and assigns.

SECTION 6. *Counterparts.* This Agreement may be signed in any number of counterparts, each of which shall be an original, with the same effect as if the signatures thereto and hereto were upon the same instrument.

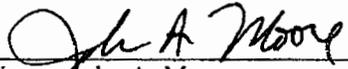
(Signature Page Follows)

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be duly executed as of the date first above written.

MURPHY OIL CORPORATION

By: 
Name: Walter K. Compton
Title: Senior Vice President and
General Counsel

MURPHY USA INC.

By: 
Name: John A. Moore
Title: Senior Vice President,
General Counsel and
Secretary

(Signature Page to Exchange Agreement)

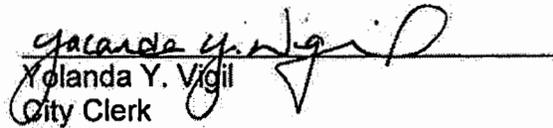
CITY OF SANTA FE

NOTICE OF PUBLIC HEARING

Notice is hereby given that the Governing body of the City of Santa Fe will hold a public hearing on Wednesday, April 30, 2014 at its regular City Council Meeting, 7:00 p.m. session, at City Hall Council Chambers, 200 Lincoln Avenue.

The purpose of this hearing is to discuss a request from Murphy Oil USA, Inc. for a transfer of Ownership of Dispenser License #0649 with package sales from Murphy Oil Corporation to Murphy Oil USA, Inc. This license will remain at Murphy Express #8609, 5301 Las Soleras Drive, Santa Fe.

All interested citizens are invited to attend this public hearing.


Yolanda Y. Vigil
City Clerk

Received by The New Mexican on
Date 04/11/14
To Be Published On 04/15/14
and 04/22/14
By Andy Turner
The New Mexican (Signature)



Instructions:

The following information is needed regarding this request. Please type or print clearly.
Complete this form and leave with the City Clerk while picking up the newspaper publication notice.

Thank you.

1. Name of owner of business MURPHY OIL USA, INC.
Name of business where proposed license is to be used MURPHY EXPRESS # 8609
Business street address 5301 LAS SOLERAS DRIVE, SANTA FE, NM
Telephone number (505) 474-9209
2. Indicate the type of liquor license this request entails.
 issuance of new license (indicate type: _____)
 transfer of location of existing license (indicate type: _____)
 transfer of ownership of existing license (location to remain the same)
3. Is this an existing business?
 yes
 no
4. Does the location where this license will be used currently sell liquor?
 yes
 no

(cont.)

1 of 2

5. If the answer to question #3 is yes, indicate the current hours of operation of this business. 7 DAYS. MON-THURS 5:00 AM - 11:30 PM, FRIDAY - SATURDAY 5:00 AM - 12:15 AM, SUNDAY 6:00 AM - 12:15 AM
If the hours of operation will change due to the sale of liquor, indicate the revised hours. NO CHANGE

6. If this is a new business, indicate the anticipated hours of operation of the business. N/A

7. If the answer to question #3 is yes, indicate the anticipated change in business volume due to the sale of liquor.
Business is expected to increase (number of customers per day _____)
Business is expected to decrease (number of customers per day _____)
 Business is expected to remain the same

8. If the answer to question #3 is no, indicate the number of customers anticipated per day at the business. N/A

9. Estimate the number of customers per day who currently drive (or will drive) to the business versus the number who walk.
1380 number of customers who drive
20 number of customers who walk

10. Has liquor ever been sold at this business site?
 yes
 no

11. If the answer to question #10 is yes, indicate the name of the establishment and the year(s) that liquor sales occurred.
Name: MAHAY THE EXPRESS # 8100
Year(s): 2013 TO PRESENT

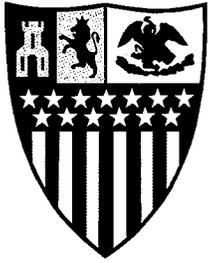
12. Indicate which of the following statements best reflects your opinion regarding traffic impacts if this request is approved.
 traffic can be expected to increase on adjacent streets if this request is approved
 traffic will not increase on adjacent streets if this request is approved

Name of person completing this form: JERRY ANIM
Telephone number: (505) 347-0523
Date: APRIL 11, 2014

(For City Use Only)

Based upon the information provided above, staff has the following comments:
It does not appear that the approval of this request will create any unacceptable traffic impacts.
If it appears that the approval of this request will create unacceptable traffic impacts (see comments below).
Other comments: _____

By: TAMIC BANSER
Title: _____
Date: 4/13/14



City of Santa Fe, New Mexico

200 Lincoln Avenue, P.O. Box 909, Santa Fe, N.M. 87504-0909

Javier M. Gonzales, Mayor

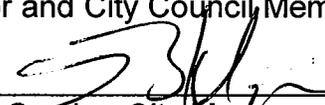
Councillors:

Patti J. Bushee, Dist. 1
Signe I. Lindell, Dist. 1
Peter N. Ives, Dist. 2
Joseph M. Maestas, Dist. 2
Carmichael A. Dominguez, Dist. 3
Christopher M. Rivera, Dist. 3
Ronald S. Trujillo, Dist. 4
Bill Dimas, Dist. 4

DATE: April 21, 2014 for the City Council Meeting of April 30, 2014

TO: Mayor and City Council Members

VIA:



Brian Snyder, City Manager
Matthew O'Reilly, Director, Land Use Department 

FROM: Antoinette Padilla, Code Enforcement Specialist 

ITEM AND ISSUE

Litter and noise impact assessment, due to a request from Murphy Oil USA, Inc. for a transfer of Ownership of Dispenser License #0649 with package sales from Murphy Oil Corporation to Murphy Oil USA, Inc. This license will remain at Murphy Express #8609, 5301 Las Soleras Drive, Santa Fe, New Mexico.

BACKGROUND AND SUMMARY

A substantial change in litter and noise due to this request is not anticipated.

City of Santa Fe, New Mexico

memo

DATE: April 21, 2014

TO: Mayor Javier Gonzales
City Councilors

FROM: Antoinette Padilla, Code Enforcement Specialist

VIA: Georgia Urioste, Zoning Inspections Supervisor

RE: Zoning Verification for 5301 Las Soleras Drive



This is in response to a request for zoning verification on the above referenced property. According to the Official Zoning Map, Page N-14 updated January 2011, this property is zoned C-2, General Commercial.

The codes pertaining to the C-2 zone list eating and drinking establishments as permitted uses pursuant to the permitted use table in Section 14-6.1-1 (C), of Chapter 14, 2012 of the Santa Fe City Code (attached). Please understand that other zoning ordinances apply to the occupancy of this building i.e., parking. Compliance with these to be determined upon application of appropriate permits.

Note: The information provided in this letter is solely derived from the Official Zoning Map and the minimum requirements set forth in Chapter 14, SFCC 1987. It is the intent of this letter to advise of the ordinances pertaining to the zone districts. **It is not the intent to state that the subject property complies with zoning requirements. Occupancy is determined based on zoning compliance at the time of building permit or certificate of occupancy, whichever applies.** Additionally, it is not the intent to interfere with or to abrogate or annul any official document including conditions or safeguards made a part of the subject property at the time of any public hearings. Applicants are advised to pursue an independent search of official documents.

If you have any questions, please call me at 505-955-6323.

cc: Matthew O'Reilly, Director, Land Use Department
Michael D. Purdy, Inspections & Enforcement Division Director

Italicized words defined in Article 14-12

CATEGORY Specific Use	RR	R-1 - R-6	R-7 - R-9	R-7 -I	RC- 5, RC- 8	R- 10 - R- 29	MHP	RAC	AC**	C-1	C-2	C-4	HZ	BCD	I-1	I-2	BIP	SC- 1	SC- 2	SC- 3	MU	Use- Specific Regs 14-6.2	
Florist shops								P	P		P		P	P	P			P	P	P	P ²		
Funeral homes or mortuaries										P	P			P	P								
Furniture stores											P			P	P				P	P	P ²		
Neighborhood grocery stores and laundromats	S	S	S		S	S		S		S	P	S	S								P ²	(C)(5)	
Office equipment sales and service; retail sale of office supplies											P			P	P					P	P	P ²	
* Retail establishments not listed elsewhere											P			P	P			P	P	P	P ²		
Retail and service uses that are intended to serve the primary uses and that do not exceed 5,000 square feet														P	P		P					P ²	

5301 Las Solares Drive



Legend

- City Limits
- Full Address Labels
- Parcels
- Airport Clear Zones
- Zoning**
- RR Rural Residential
- R1, (PUD) Single - Family 1du/ac.
- R2, (DT), (PUD), (AC) Single - Family 2du/ac
- R3, (PUD) Single - Family 3du/ac
- R4 Single - Family 4du/ac
- R5, (DT), (PUD), (AC), R6 Single - Family 5-6du/ac
- R7, (I), (PUD), R8 Single - Family 7-8du/ac
- RC5, RC5AC Compound 5du/ac
- RC8, RC8AC Compound 8du/ac
- R10, (PUD) Multiple - Family 10du/ac
- R12, (PUD) Multiple - Family 12du/ac
- R21, (PUD) Multiple - Family 21du/ac
- R29, (PUD),(AC) Multiple - Family 29du/ac
- RAC Residential Arts & Crafts
- MHP Mobile Home Park

Map center: 1706436, 1681153

Scale: 1:824

This map is a user generated static output from an Internet mapping site and is for general reference only. Data layers that appear on this map may or may not be accurate, current, or otherwise reliable. THIS MAP IS NOT TO BE USED FOR NAVIGATION.