

INSTITUTE FOR ENERGY LAW



THE CENTER FOR AMERICAN
AND INTERNATIONAL LAW

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SHORT COURSE ON THE LAW OF SHALE GAS PLAYS

June 2-3, 2010

Worthington Renaissance Hotel
Fort Worth, Texas

Highlights:

- Overview of the Geology of Shale Plays
- Purchase and Sale Agreements in Shale Plays
- Exploration and Development Joint Ventures in Shale Plays
- Unique Attributes of Shale Gas Leasing
- Voluntary Pooling and Unitization in a Shale Play
- Surface Use and Access Issues
- Environmental Issues in Conducting Operations in a Shale Play
- Water and Wastewater Issues
- Panels of Regional and National Experts Comparing Local Governmental Regulation and State Governmental Regulation of Shale Plays throughout the United States
- Litigation Trends and Strategies in States with Shale Plays
- General Counsel Panel: The View From the Top
- The Ethics of Oil and Gas Leasing and Top Leasing

FEATURED LUNCHEON SPEAKER

David Murphy

*Manager, Energy Markets
& Government Affairs
Natural Gas Supply Association
Washington, D.C.*



13.25 hours of MCLE credit available including 1.0 hours of ethics.

CONFERENCE
CO-CHAIRS

Michael Joy
Lipman, Biltekoff & Joy, LLP
Williamsville, New York

Bruce M. Kramer
Professor Emeritus,
Texas Tech Law School and
Of Counsel, McGinnis,
Lochridge & Kilgore, L.L.P.
Keystone, Colorado

Warren J. Ludlow
Vice President and
Associate General Counsel
- Land and Acquisitions
XTO Energy Inc.
Fort Worth, Texas

SHORT COURSE ON THE LAW OF
SHALE GAS PLAYS

At a Glance

Wednesday, June 2

- 7:30 REGISTRATION
- 8:30 WELCOME, OVERVIEW AND INTRODUCTIONS
- 8:45 THE GEOLOGY OF A SHALE PLAY
- 9:30 INTEREST BASED NEGOTIATION
- 10:15 BREAK
- 10:30 EXPLORATION AND DEVELOPMENT JOINT VENTURES IN A SHALE PLAY
- 11:15 BUYING INTO A SHALE PLAY
- 12:00 NETWORKING LUNCHEON
- 1:30 SURFACE USE AND ACCESS ISSUES IN CONDUCTING OPERATIONS IN A SHALE PLAY
- 2:15 VOLUNTARY POOLING AND UNITIZATION IN A SHALE PLAY
- 3:00 BREAK
- 3:15 REGULATORY ISSUES IN FORMING AND OPERATING UNITS IN A SHALE PLAY
- 4:45 GENERAL COUNSEL PANEL: THE VIEW FROM THE TOP
- 5:30 ADJOURN
- 5:30 NETWORKING RECEPTION

Thursday, June 3

- 8:30 LOCAL GOVERNMENT REGULATION OF OIL AND GAS OPERATIONS IN A SHALE PLAY
- 10:00 BREAK
- 10:15 HOW TO DRILL A HORIZONTAL WELL
- 11:15 WATER AND WASTEWATER ISSUES IN SHALE DEVELOPMENT
- 12:00 HOSTED LUNCHEON
- THE FUTURE OF THE NATURAL GAS INDUSTRY
- David Murphy**
Manager, Energy Markets & Government Affairs
Natural Gas Supply Association
Washington, D.C.
- 1:30 ENVIRONMENTAL ISSUES IN CONDUCTING OPERATIONS IN A SHALE PLAY
- 2:15 THE ETHICS OF OIL AND GAS LEASING AND TOP LEASING
- 3:15 BREAK
- 3:30 COMPARISON OF LITIGATION TRENDS AND STRATEGIES IN STATES WITH SHALE PLAYS
- 5:00 ADJOURN



SHORT COURSE ON THE LAW OF SHALE GAS PLAYS

Schedule

WEDNESDAY, JUNE 2

7:30 REGISTRATION

8:30 WELCOME, OVERVIEW AND INTRODUCTIONS

CONFERENCE CO-CHAIRS

Michael Joy, *Lipman, Biltekoff & Joy, LLP, Williamsville, New York*

Bruce M. Kramer, *Professor Emeritus, Texas Tech Law School and
Of Counsel, McGinnis, Lochbridge & Kilgore, L.L.P., Keystone, Colorado*

Warren J. Ludlow, *Vice President and Associate General Counsel - Land and Acquisitions
XTO Energy Inc., Fort Worth, Texas*

8:45 THE GEOLOGY OF A SHALE PLAY

This presentation will discuss, in non-technical terms, where the shale plays (and other unconventional oil and gas reserves) are located nationwide, and what is unique about their geology, decline curves, and other features.

William H. Robbins, *WH Robbins & Associates LLC, Lafayette, Louisiana*

9:30 INTEREST BASED NEGOTIATION

This presentation will focus on interest based negotiation and the acquisition of leases, and the negotiation of agreements and the use of facilitation and mediation in resolving disputes.

Paula Manis, *Worman, Dixon & Manis, P.L.C., Lansing, Michigan*

10:15 BREAK

10:30 EXPLORATION AND DEVELOPMENT JOINT VENTURES IN A SHALE PLAY

This presentation will discuss such matters as exploration agreements and major joint ventures such as the ones Chesapeake has done recently and such issues as carries, AMI, farmout, assignment issues, and due diligence in purchase and sale agreements.

Dawn Lannin, *General Counsel & Director of Governmental Affairs, TOTAL E&P USA, INC.
Houston, Texas*

Henry Hood, *Senior Vice President-Land & Legal and General Counsel
Chesapeake Energy Corporation, Oklahoma City, Oklahoma*

11:15 BUYING INTO A SHALE PLAY

This presentation will discuss the unique aspects of purchase and sale agreements in shale plays. These deals often combine acquiring undeveloped acreage with some producing properties, so there are some unique twists such as defining title defects and permitted encumbrances, imposing non-compete obligations, allocating the purchase price among the assets being acquired, and acquiring shale rights when shallow rights are held by production.

Warren J. Ludlow, *Vice President and Associate General Counsel - Land and Acquisitions
XTO Energy Inc., Fort Worth, Texas*

12:00 NETWORKING LUNCHEON

The Institute for Energy Law gratefully acknowledges

GableGotwals

for their generous sponsorship support.



1:30 SURFACE USE AND ACCESS ISSUES IN CONDUCTING OPERATIONS IN A SHALE PLAY

This presentation will focus on uses of the surface, particularly coal/oil and gas conflicts and statutory and/or common law resolutions in Appalachia, special issues relating to urban development, including dealing with no surface occupancy provisions, and midstream acquisitions and access, specifically pipeline/gathering lines and location of compressor stations.

Rick D. Davis, Jr., *Cotton, Bledsoe, Tighe & Dawson, Midland, Texas*

2:15 VOLUNTARY POOLING AND UNITIZATION IN A SHALE PLAY

This presentation will discuss dealing with unleased mineral interests in a unit and other potential pooling issues, particularly in urban areas. It will explore situations where the surface of the drillsite is outside the boundaries of the unit or lease, as well as the language needed to be included in a lease pooling clause.

Bruce M. Kramer, *Professor Emeritus, Texas Tech Law School and Of Counsel, McGinnis, Lochridge & Kilgore, L.L.P., Keystone, Colorado*

3:00 BREAK

3:15 REGULATORY ISSUES IN FORMING AND OPERATING UNITS IN A SHALE PLAY

This panel will address state oil and gas conservation agency regulation generally (or the lack thereof), specifically dealing with Texas' MIPA statute, compulsory pooling statutes of other states, and other regulatory issues such as spacing, and special field rules.

PANEL MODERATOR

Bruce M. Kramer, *Professor Emeritus, Texas Tech Law School and Of Counsel, McGinnis, Lochridge & Kilgore, L.L.P., Keystone, Colorado*

PANELISTS

Tim George, *McGinnis, Lochridge & Kilgore, L.L.P., Austin, Texas*

J. Fred Gist, *Hall Estill, Oklahoma City, Oklahoma*

Prof. Phillip E. Norvell, *University of Arkansas School of Law, Fayetteville, Arkansas*

Rick Revels, *Liskow & Lewis, Lafayette, Louisiana*

Russell Schetroma, *Culbertson, Weiss, Schetroma and Schug, P.C., Meadville, Pennsylvania*

4:45 GENERAL COUNSEL PANEL: THE VIEW FROM THE TOP

This panel will address the concerns of general counsels in operating and developing shale plays.

PANEL MODERATOR

David Poole, *Senior Vice President - General Counsel, Range Resources Corporation Fort Worth, Texas*

PANELISTS

Henry Hood, *Senior Vice President-Land & Legal and General Counsel Chesapeake Energy Corporation, Oklahoma City, Oklahoma*

Dawn Lannin, *General Counsel & Director of Governmental Affairs, TOTAL E&P USA, INC. Houston, Texas*

Frank G. McDonald, *Senior Vice President, General Counsel & Assistant Secretary XTO Energy Inc., Fort Worth, Texas*

5:30 ADJOURN

5:30 NETWORKING RECEPTION

*Hosted by
The Institute for Energy Law and the Energy Section of the Tarrant County Bar Association*

Sponsored by
Buchanan Ingersoll & Rooney PC
Kilburn Law Firm, PLLC
Lipman, Biltekoff & Joy, LLP
Liskow & Lewis

8:30 LOCAL GOVERNMENT REGULATION OF OIL AND GAS OPERATIONS IN A SHALE PLAY

This panel will discuss the local regulation of oil & gas operations including permit requirements and performance standards such as noise regulation and road use agreements. The preemption doctrine as it applies to local governmental regulation will also be discussed.

PANEL MODERATOR

Bruce M. Kramer, *Professor Emeritus, Texas Tech Law School and Of Counsel, McGinnis, Lochridge & Kilgore, L.L.P., Keystone, Colorado*

PANELISTS

Jerald N. Jones, *Bradley Murchison Kelly & Shea LLC, Shreveport, Louisiana*

Bryn Meredith, *Taylor, Olson, Adkins, Sralla & Elam, L.L.P., Fort Worth, Texas*

Russell Schetroma, *Culbertson, Weiss, Schetroma and Schug, P.C., Meadville, Pennsylvania*

Ike Shupe, *Shupe Ventura Lindelow & Olson, PLLC, Fort Worth, Texas*

10:00 BREAK

10:15 HOW TO DRILL A HORIZONTAL WELL

This presentation will explain the process of constructing a horizontal well and increasing production rates from the well by hydraulic fracturing. New and improved technologies that have made shale gas recovery economically feasible in recent years will be highlighted.

Claude E. Cooke, Jr., *Burleson Cooke L.L.P., Conroe, Texas*

11:15 WATER AND WASTEWATER ISSUES IN SHALE DEVELOPMENT

This presentation will discuss the importance of water in shale plays, from acquiring water for use in hydraulic fracturing, including the movement to regulate hydraulic fracturing as well as wastewater management, reuse and disposal issues arising from such operations.

Craig P. Wilson, *K&L Gates, LLP, Harrisburg, Pennsylvania*

12:00 HOSTED LUNCHEON

THE FUTURE OF THE NATURAL GAS INDUSTRY

A discussion of the federal policy perspectives and challenges for natural gas development, e.g. how Washington views the role of natural gas, addressing environmental concerns, etc.

DAVID MURPHY

*Manager, Energy Markets & Government Affairs
Natural Gas Supply Association
Washington, D.C.*

The Institute for Energy Law gratefully acknowledges

**Gardere Wynne Sewell LLP
Mendenhall Law Offices
XTO Energy Inc.**

for their generous sponsorship support.

1:30 ENVIRONMENTAL ISSUES IN CONDUCTING OPERATIONS IN A SHALE PLAY

This presentation will focus on pollution concerns potentially associated with shale play operations. Topics will include fracturing regulations (including consumptive use), air, noise, and infrastructural impacts as well as the cumulative impacts (pros and cons) on community character.

John P. Martin, *Senior Project Manager, Energy Resources R&D, New York State Energy Research Development Authority, Albany, New York*



2:15 THE ETHICS OF OIL AND GAS LEASING AND TOP LEASING

This presentation will cover the ethical issues of multi-party lease negotiation and representation. Issues for the lawyer to consider are the ethical attributes of the attorney/client relationship (i.e., who is the actual client); financial remuneration (can the lawyer take a cut of the action); and the essential element of the undivided duty of loyalty the lawyer owes to each and every client the lawyer serves.

Michael Joy, Lipman, Biltekoff & Joy, LLP, Williamsville, New York

3:15 BREAK

3:30 COMPARISON OF LITIGATION TRENDS AND STRATEGIES IN STATES WITH SHALE PLAYS

This panel, made up of representatives from various states, will discuss legislation and litigation trends relating to shale play development and case law updates.

PANEL MODERATOR

Thomas T. Hutcheson, Chair - Energy & Environmental Law Practice Group, Winstead PC, Houston, Texas

PANELISTS

Thomas A. Daily, Daily & Woods P.L.L.C., Fort Smith, Arkansas (Arkansas)

Roger C. Diseker, Kelly Hart & Hallman LLP, Fort Worth, Texas (Texas)

Karen J. Greenwell, Wyatt, Tarrant & Combs, LLP, Lexington, Kentucky (West Virginia and Kentucky)

James C.T. Hardwick, Hall Estill, Tulsa, Oklahoma (Oklahoma)

Michael Joy, Lipman, Biltekoff & Joy, LLP, Williamsville, New York (Pennsylvania and New York)

F. John Reeks, Jr., Bradley Murchison Kelly & Shea LLC, Shreveport, Louisiana (Louisiana)

5:00 ADJOURN

ABOUT THE INSTITUTE FOR ENERGY LAW (IEL)

The Center for American and International Law (CAIL) is a non-profit organization which since 1947 has served lawyers and law enforcement officials from all 50 U.S. States and over 131 countries. The Institute for Energy Law (IEL) is one of 8 divisions of the Center.

Founded in 1959, the Institute for Energy Law provides advanced, continuing legal education for lawyers and other professionals concerned with the energy industry. The Institute through its programs, scholarly publications and membership activities offers an important forum on contemporary issues affecting the industry. The Institute's record of educational achievements has been aided by the support of many of the world's leading companies, lawyers, and energy professionals.

WHY BECOME A MEMBER?

Members are entitled to serve or to appoint one or more persons to serve on the Institute's Advisory Board, depending on the membership level. Advisory Board members are entitled to tuition-free attendance at the *Annual Oil and Gas Law Conference* or the *Annual Power and Alternative Energy Law Conference*, and discounted attendance at all other Institute programs. Advisory Board members also receive the Institute's quarterly e-newsletter, *The Energy Law Advisor*, discounts on all other Institute publications, access to the Institute's members-only website, and the opportunity to participate in the Institute's practice committees and online forums.

THE ADVISORY BOARD

The work of the IEL is done primarily through its Advisory Board, and its committees. The current practice committees of the IEL are: International, Oil and Gas, Oilfield Services, Power & Alternative Energy, and Young Energy Professionals.

The Advisory Board and its committees meet for business and social activities each February in connection with the annual Oil and Gas Law Conference, and at other times during the year. Other special events include the John Rogers Award Dinner and the Deans of Oil and Gas Lecture Luncheon, presented during the Annual Oil and Gas Law Conference, and the Special Achievement in Energy Litigation Award Luncheon during the Annual Energy Litigation Conference.

PROGRAMS AND PUBLICATIONS

Each year the Institute for Energy Law offers its two-day Annual Oil and Gas Law Conference, which was first presented in 1949 and is now the oldest continuing legal education program in the USA. Other annual programs include the Power and Alternative Energy Conference; Law of LNG Conference; Energy Litigation Conference; International Energy Law, Contracts and Negotiations – Upstream; International Energy Law, Contracts and Negotiations – Midstream; and a fundamentals Short Course on Oil and Gas Law. Every other year the Institute co-sponsors an Institute for Natural Resources Law Teachers. Webinars on hot topics in the industry are presented periodically.

For a complete calendar of IEL programs and to join the Institute for Energy Law, please visit IEL online at www.cailaw.org/iel.



CONTACT INFORMATION

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PAYMENT MUST ACCOMPANY REGISTRATION

REGISTRATION

SHORT COURSE ON THE LAW OF SHALE GAS PLAYS

June 2-3, 2010

Worthington Renaissance Hotel • Fort Worth, Texas

Registration includes the two-day Conference, course materials on CD and online,
the networking luncheon and reception on Wednesday and the hosted luncheon on Thursday.

Check applicable box:	Received by 5/21/10	Received after 5/21/10
Regular registration fee	<input type="checkbox"/> \$545	<input type="checkbox"/> \$595
IEL Members:		
Advisory Board Member	<input type="checkbox"/> \$435	<input type="checkbox"/> \$475
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CAIL Member or Member Employee	<input type="checkbox"/> \$435	<input type="checkbox"/> \$475
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- Add \$35 if you would like to receive the course materials in printed binder.
(in addition to cd and online delivery)

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GENERAL INFORMATION

CANCELLATION POLICY: Tuition less a \$50 cancellation fee will be refunded upon receipt of written cancellation received by May 21, 2010. Email cburkel@cailaw.org. After this date, no refunds, but substitution of attendees for this program will be permitted. Registrants not entitled to a refund will receive the course materials.

HOUSING: The cost of housing is not included in tuition. However, rooms (in limited number) have been reserved at the Worthington Renaissance Hotel, 200 Main Street, Fort Worth, TX 76102. Registrants should call (817) 870-1000 and advise them you are attending the Shale Gas Conference to receive a reduced room rate of \$149 + 15% occupancy tax. Reservations may also be made online by visiting https://resweb.passkey.com/Resweb.do?mode=welcome_ei_new&eventID=2503651. The last day to obtain this special rate is May 3, 2010.

NONDISCRIMINATION POLICY: The Center for American and International Law does not discriminate on the basis of race, color, sex, religion, national origin, age, disability, veteran status or any other protected status in educational activities, scholarship programs or admissions.

MCLE CREDIT: This program has been approved by the State Bar of Texas for 13.25 hours, including 1 hour of ethics. Course ID Number: 901198972. Sign-in sheets and/or certificates of attendance will be available for ALL states.

NEXT IEL CONFERENCE

9th Annual Energy Litigation Conference
October 12, 2010
Hilton Post Oak Hotel • Houston, Texas

To learn more about the Institute for Energy Law and
the benefits of membership, please visit the IEL website:

www.cailaw.org/iel/join.html



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