



Institute for
ENERGY LAW

3rd Midstream Oil & Gas Law Conference



3rd Midstream Oil & Gas Law Conference

December 4, 2014

JW Marriott Hotel • Houston, Texas

Featuring Luncheon Speaker

Chairman Christi Craddick

Railroad Commission of Texas
Austin, Texas

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Highlights

- LNG & NGL Export Issues
- Environmental Challenges for Midstream
- Offshore Midstream Gas Development
- Transport by Rail and Truck
- Are You Married and Don't Know It? Enterprise/ETP Reviewed

MCLE Credit will be available

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IEL is an Institute of
**THE CENTER FOR AMERICAN
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Conference Co-Chairs

Mark R. Haskell
Morgan, Lewis & Bockius LLP
Washington, D.C.

Susan Miller
Senior Counsel
Marathon Oil Corporation
Houston, Texas

Michael P. Pearson
Jackson Walker L.L.P.
Houston, Texas

“Really helped broaden my understanding of legal and regulatory issues in other states.”

“Very on point for issues faced by midstream in-house counsel.”

— 2013 Participants



2013 Midstream Oil & Gas Law Conference

Canvas Bag Sponsor

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8:00 REGISTRATION

8:30 WELCOME AND INTRODUCTION TO THE CONFERENCE

- **Mark R. Haskell**, Morgan, Lewis & Bockius LLP, Washington, D.C.
- **Susan Miller**, Senior Counsel, Marathon Oil Corporation, Houston, Texas
- **Michael P. Pearson**, Jackson Walker L.L.P., Houston, Texas

8:45 ENVIRONMENTAL CHALLENGES IN MIDSTREAM INFRASTRUCTURE DEVELOPMENT: WHAT IS THE PROPER SCOPE OF REVIEW FOR MIDSTREAM PROJECTS UNDER NEPA?

Drawing on their experience with recently proposed energy infrastructure projects, the panelists will discuss whether the National Environmental Policy Act requires agencies that are evaluating the environmental impacts of midstream projects to consider climate change or other environmental impacts from the incremental upstream production that might result from the midstream project.

- **Jocelyn D'Ambrosio**, Senior Associate Attorney, Earthjustice Northeast Office, New York, New York
- **John Martin**, Crowell & Moring, Washington, D.C.

9:30 FINANCING MIDSTREAM DEVELOPMENT: A DISCUSSION OF ALTERNATIVE STRUCTURES FOR NON-MLP PUBLIC OFFERINGS FOR MIDSTREAM COMPANIES

The MLP has been the traditional vehicle for public offerings of domestic midstream oil and gas companies. However, it is not the only alternative, and the real estate investment trust (REIT) and Up-C structure both can be utilized for public midstream businesses. Further, the REIT and Up-C present interesting advantages for certain types of investors and opportunities for growth that the MLP does not.

- **Elizabeth L. McGinley**, Bracewell & Giuliani LLP, New York, New York

10:00 BREAK

10:15 LNG AND NGL EXPORTS: COMMERCIAL AND REGULATORY ISSUES

What are the primary hurdles facing LNG export projects at FERC and DOE? How can secure and stable long term commercial arrangements be structured in a volatile national and international environment? These are two of the main topics to be addressed by this panel.

PANEL MODERATOR

- **Mark R. Haskell**, Morgan, Lewis & Bockius LLP, Washington, D.C.

PANELISTS

- **John Decker**, Vinson & Elkins LLP, Washington, D.C.
- **Richard Smead**, Managing Director, Advisory Services, RBN Energy LLC, Houston, Texas
- **Lisa M. Tonery**, Norton Rose Fulbright, New York, N.Y.

11:00 TRANSPORTING CRUDE OIL AND LIQUID HYDROCARBONS BY RAIL AND TRUCK: A PRIMER ON THE REGULATORY ISSUES

Federal and Texas state regulations apply to the transportation of crude oil and other liquid hydrocarbons that are classified as hazardous materials. The failure to observe these requirements can result in penalties, and in some cases, cease and desist enforcement action. Ms. Jordan will provide an overview of applicable requirements, including record-keeping, driver qualification, shipping paper preparation, and vehicle placarding.

- **Arcie I. Jordan**, Gardere Wynne Sewell LLP, Austin, Texas

11:30 THE ENTERPRISE/ETP VERDICT IN DALLAS: YOU MAY BE MARRIED AND NOT KNOW IT

A review of the facts, circumstances and law that led a jury to find that Enterprise Product Partners and Energy Transfer Partners had formed a partnership notwithstanding the absence of a written partnership agreement. And a discussion of “best practices” in drafting letters of intent and other “preliminary” documents.

- **Stephen B. Crain**, Bracewell & Giuliani LLP, Houston, Texas

12:15 HOSTED LUNCHEON

Keynote Address

Chairman Christi Craddick

Railroad Commission of Texas, Austin, Texas



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1:45 FEDERAL AND STATE MIDSTREAM REGULATORY ISSUE UPDATE

Our panel will discuss federal and state regulatory developments affecting the midstream industry. The state regulatory discussions will focus on developments in Texas, Ohio, and North Dakota.

PANEL MODERATOR

- **Amy L. Baird**, Jackson Walker L.L.P., Houston, Texas

PANELISTS

- **W. Jonathan Airey**, Vorys, Sater, Seymour and Pease LLP, Columbus, Ohio
- **John K. Arnold**, Winstead PC, Houston, Texas
- **Katherine B. Edwards**, Edwards & Floom, LLP, Alexandria, Virginia
- **John W. Morrison**, Crowley Fleck, Bismarck, North Dakota
- **Albert S. Tabor, Jr.**, Caldwell Boudreaux Lefler PLLC, Houston, Texas

3:15 BREAK

3:30 **LAWYERS AS ETHICAL BUSINESS PARTNERS**

A discussion focusing on whether transactional lawyers have an ethical duty to monitor client conduct in connection with or after transaction documents have been executed to ensure that there is no conduct in violation of any law or in breach of contract that will subject the client to injury or liability.

— **Susan Miller**, Senior Counsel, Marathon Oil Corporation, Houston, Texas

4:15 **CURRENT REGULATORY DEVELOPMENTS AFFECTING OFFSHORE MIDSTREAM NATURAL GAS PIPELINES**

A discussion of BSEE and BOEM regulation of Gulf of Mexico midstream natural gas pipelines including obtaining, maintaining, and assigning rights-of-way (ROWs) and rights of use and easement (RUEs), general and supplemental bonding issues, decommissioning ROW pipelines and platforms, and day-to-day issues such as dealing with incidents of non-compliance (INCs).

— **Collette Gordon**, Liskow & Lewis, APLC, Houston, Texas

— **Jana Grauberger**, Liskow & Lewis, APLC, Houston, Texas

5:00 ADJOURN

ABOUT THE INSTITUTE FOR ENERGY LAW (IEL)



Institute for
ENERGY LAW

Part of The Center for American and International Law, IEL provides superior educational and professional opportunities for lawyers and other professionals in the energy industry through educational courses, conferences, scholarly publications and membership activities. IEL presents several educational conferences and seminars each year, publishes papers, periodicals and *The Oil and Gas Reporter*, and provides an important forum in which contemporary issues affecting the energy industries can be discussed.

For more information, visit cailaw.org/iel

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2nd Annual
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6th
**LAW OF
SHALE PLAYS
CONFERENCE**
SEP 10 - 11, 2015

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PART I**
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HOUSTON, TX
OCT 6, 2015

5th
**OILFIELD
SERVICES LAW
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HOUSTON, TX
OCT 8, 2015

REGISTRATION

3rd Midstream Oil & Gas Law Conference

December 4, 2014
JW Marriott Hotel • Houston, Texas

Registration includes the Conference, course materials and all meals.

Check applicable box:	Received by 11/21/14	Received after 11/21/14
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8:30am-5:00pm CT

PAYMENT MUST ACCOMPANY REGISTRATION

GENERAL INFORMATION

CANCELLATION POLICY: Tuition, less a \$50 cancellation fee will be refunded upon receipt of written cancellation received by November 21, 2014. E-mail cancellation notice to lgaspar@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 JW Marriott Hotel, 5150 Westheimer Road, Houston, TX 77056. Registrants should call 1-800-228-9290 and advise that they are attending the "Midstream Conference" to receive a reduced room rate of \$219 + occupancy tax. The last day to obtain this special rate is November 19, 2014.

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.

PRESS POLICY: All IEL conferences are held under the Chatham House Rule. Participants, including journalists, are free to use any information received, but comments may not be attributed to any speaker identified by name or affiliation.

MCLE CREDIT: This program is approved by the State Bar of Texas for 6.25 hours, including 0.75 hours of ethics. Course ID Number: 901304190. Credit hours for other states will vary and are subject to each state's approval and credit rounding rules. IEL as registrar for this conference will directly apply for course accreditation in the following states: CA, MN, NM, OH, OK, PA, TX and VA. Some of these states may not approve a program for credit hours before the program occurs. Attorneys may be eligible to receive CLE credit through reciprocity or attorney self-submission in other states. IEL conferences are typically accredited by all mandatory CLE states.



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Institute for Energy Law
The Center for American and International Law
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