



Institute for
ENERGY LAW

4th Midstream Oil & Gas Law Conference



4th Midstream Oil & Gas Law Conference

December 3, 2015

Hilton Houston Post Oak • Houston, Texas

Featuring Luncheon Speaker

Honorable Secretary Charles McConnell
Former U.S. Assistant Secretary of Energy
Executive Director, Energy and Environment
Initiative at Rice University



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Highlights

- Federal Midstream Regulatory Update for Liquids Pipelines
- Price Fixing and Bid Rigging in the Oilfield
- Bankruptcy Issues in the Midstream Oil and Gas Sector

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4th Midstream Oil & Gas Law Conference

SCHEDULE

December 3

Conference Co-Chairs

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

Susan Brownlee Miller
Senior Counsel
Marathon Oil Company
Houston, Texas

“Excellent faculty, varied and interesting/relevant topics, very interesting keynote speaker.”

“Interactive, thought provoking and I always need ethics credit.”

— 2014 Participants



2014 Midstream Oil & Gas Law Conference

Canvas Bag Sponsor



7:45 REGISTRATION

8:30 WELCOME AND INTRODUCTION TO THE CONFERENCE

- Amy L. Baird, Jackson Walker L.L.P., Houston, Texas
- Susan Miller, Senior Counsel, Marathon Oil Corporation, Houston, Texas

8:45 FINANCIAL REPORTING IMPLICATIONS RESULTING FROM DROP IN PRICE OF OIL

The dramatic decline in the price of oil continues to impact many companies involved in the oil and gas industry. Budgets, operating strategies and loan agreements frequently have to be reevaluated. The results of these various economic changes and decisions will impact accounting and disclosures in the financial statements subject to scrutiny by auditors, shareholders and regulators. This session will explore these financial reporting issues.

- Gary B. Goolsby, FTI Consulting, Houston, Texas

9:30 PRICE FIXING AND BID RIGGING IN THE OILFIELD—KNOW THE ANTITRUST RISKS

Antitrust scrutiny in the oilfield is at a new high. Federal and state authorities in the United States are investigating alleged horizontal bid rigging in the acquisition of oil and gas leases. In Brazil, the Council for Economic Defense (CADE) is investigating an alleged longstanding bid rotation scheme among private firms bidding for lucrative contracts with Petrobras. Depressed oil prices elevate concerns that purchasers of oilfield services may collude with their competitors in an effort to obtain discounted service prices. This topic examines when these and other joint activities by horizontal oilfield competitors may cross the line to antitrust illegality, for example, when lawful joint bidding becomes illegal bid rigging.

- Alison Smith, McDermott Will & Emery, Houston, Texas

10:00 BREAK

10:15 MASTER LIMITED PARTNERSHIPS: BUILDING THE RECORD YOU WANT FOR CONFLICTS TRANSACTIONS

In the past two years, Delaware courts have entered sizable monetary judgments in favor of plaintiffs following conflicts transactions. This program will address how those processes went awry and how a partnership (or corporation) can structure a transaction process to avoid the same fate.

- Michael Holmes, Vinson & Elkins LLP, Dallas, Texas
- David Palmer Oelman, Vinson & Elkins LLP, Houston, Texas
- Lande Alexandra Spottswood, Vinson & Elkins LLP, Houston, Texas

11:00 **FEDERAL MIDSTREAM REGULATORY UPDATE FOR LIQUIDS PIPELINES**

A joint presentation from both the pipeline and shipper perspectives focusing on some of the most important and difficult regulatory issues now before the Federal Energy Regulatory Commission concerning oil and NGL pipelines. Topics to be covered include: New Pipeline Projects and the Open Season Process, the Five Year Index Review, Page 700 Rulemaking, and FERC's Increased Focus on Compliance and Audits.

- **Elizabeth Kohlhausen**, Caldwell Boudreaux Lefler PLLC, Houston, Texas
- **Erica Rancilio**, Edwards & Floom, LLP, Washington, D.C.

12:00 **HOSTED LUNCHEON**

12:35 **THE CHANGING LANDSCAPE OF ENERGY SUSTAINABILITY IN THE U.S. AND GLOBALLY**

Honorable Secretary Charles McConnell
Former U.S. Assistant Secretary of Energy
Executive Director, Energy and Environment Initiative at Rice University

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1:20 **BREAK**

1:30 **CHALLENGES AND OPPORTUNITIES IN MEXICO'S MIDSTREAM INDUSTRY**

Mexico's government-controlled midstream sector has faced years of chronic underinvestment, and there are significant opportunities for the private sector to develop the midstream infrastructure that Mexico will need to accommodate an expected boom in natural gas and crude oil imports from the United States. Although there are currently only 9,000 pipeline miles in the entire country, the Mexican government has already announced 1,000 miles of new pipeline projects, and the country will also need new and expanded terminals, port infrastructure and storage facilities. While the 2013 Energy Reforms brought significant regulatory and structural changes to Mexico's midstream industry, privatization was not one of them, and the sector will remain under government control. This session will explore the midstream opportunities that are available in Mexico and some of the challenges to making those opportunities a reality.

- **Alberto de la Parra**, Jones Day, Mexico City, Mexico
- **Scott Schwind**, Jones Day, Houston, Texas

2:15 **BANKRUPTCY ISSUES IN THE MIDSTREAM OIL AND GAS SECTOR**

Discussion will include issues to watch for in anticipation and avoidance of bankruptcy filings by counter parties and what to do once bankruptcy has been filed.

- **Monica S. Blacker**, Jackson Walker L.L.P., Dallas, Texas
 - **Bruce J. Ruzinsky**, Jackson Walker L.L.P., Houston, Texas
-

3:00 BREAK

3:15 **MISINTERPRETING MACHIAVELLI? – WHERE THE ENDS AND THE MEANS COLLIDE WITH SOUND LAW, SCIENCE AND POLICY: THE IMPACTS OF EPA’S OZONE NAAQS REVISION ON THE MIDSTREAM OIL AND GAS INDUSTRY**

The presentation will provide an overview of the key issues at play in EPA’s ozone NAAQS revision, followed by a closer review of the legal, scientific and policy implications flowing from the cost/benefit analysis supporting the revision. The potential impacts on midstream operations will then be discussed. Finally, we will cover the inevitable legal challenges and how that process could play out over time.

– **Matt Paulson**, Bracewell & Giuliani LLP, Austin, Texas

4:00 **ETHICS: ATTORNEY LIABILITY AND RESPONSIBILITY TO NON-CLIENTS**

Traditionally, the common law’s requirement of privity limited liability for legal malpractice to the person with whom the lawyer had established a contractual relationship. While courts continue to honor the concept of privity, they also chip away at it by finding bases for attorney liability to non-clients. This session will focus on this developing area of law and how lawyers can protect themselves.

– **Michael Rubenstein**, Liskow & Lewis, 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

UPCOMING COURSE SCHEDULE

3rd Annual
**ITA-IEL-ICC JOINT
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JAN 14 - 15, 2016

67th Annual
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LAW
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FEB 18 - 19, 2016

4th
**IEL-ANADE
CONFERENCE**
MEXICO CITY,
MEXICO
MAR 17 - 18, 2016

**CAREER PATHS
FOR YOUNG
ATTORNEYS IN
THE ENERGY
SECTOR**
NORMAN, OK
APR 1 - 2, 2016

**WATER
ACQUISITION AND
MANAGEMENT
FOR OIL & GAS
DEVELOPMENT
CONFERENCE**
HOUSTON, TX
APR 7 - 8, 2016

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ACQUISITIONS
AND
DIVESTITURES
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DOWNTURN**
PLANO, TX
APR 21 - 22, 2016

REGISTRATION

4th Midstream Oil & Gas Law Conference

December 3, 2015

Hilton Houston Post Oak • Houston, Texas

Registration includes one day Conference, all meals and the course material provided online, which may be printed or saved by customer. Printed course material may be obtained for an additional \$75 fee (check additional option below).

Check applicable box:	Received by 11/12/15	Received after 11/12/15
Regular registration fee	<input type="checkbox"/> \$435	<input type="checkbox"/> \$495
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Materials Only - I will not be attending the Conference	<input type="checkbox"/> \$125	<input type="checkbox"/> \$125

\$75 - Receive course materials in printed binder at the conference. **Otherwise, material will only be provided electronically via email.** You are welcome to print the online material yourself.

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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 12, 2015. 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 Hilton Houston Post Oak, 2001 Post Oak Blvd., Houston, TX 77056. Registrants should call 1.800.445.8667 and advise of room block "IEL - 4th Annual Midstream Oil & Gas Law Conference" to receive a reduced rate of \$199 + applicable taxes/night. The last day to obtain this special rate is November 18, 2015.

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 a total of 7 hours, including 1 hour of ethics. Course ID Number: 901328450. Credit hours for other states will vary and are subject to each state's approval and credit rounding rules.

For this conference, IEL will directly apply (if requested) 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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