68th Annual Oil & Gas Law Conference

February 16-17, 2017
JW Marriott Galleria Hotel
Houston, Texas

John Rogers Award Reception & Dinner
Honoring
John S. Watson
Chairman of the Board and Chief Executive Officer
Chevron Corporation

Highlights
- What Lies Ahead for Oil and Gas as New President and Congress Get Down to Work?
- How the “Yates Memo” Affects Company Investigations
- Changes Incorporated into the AAPL 2015 610 Model Form Joint Operating Agreement
- How Leading General Counsel Tackle the Ethical, Substantive and Practical Challenges Facing the Energy Industry Today

MCLE Credit will be available
Register Now! cailaw.org/iel
# 68th Annual Oil & Gas Law Conference

## SCHEDULE AT A GLANCE

### Thursday, February 16

<table>
<thead>
<tr>
<th>Time</th>
<th>Session</th>
</tr>
</thead>
<tbody>
<tr>
<td>8:45</td>
<td>WELCOME AND OVERVIEW</td>
</tr>
<tr>
<td>9:00</td>
<td><strong>PLENARY SESSIONS</strong>&lt;br&gt;KEYNOTE – WHAT LIES AHEAD FOR OIL AND GAS AS NEW PRESIDENT AND CONGRESS GET DOWN TO WORK?</td>
</tr>
<tr>
<td>10:00</td>
<td>RECENT DEVELOPMENTS IN OIL AND GAS LAW</td>
</tr>
<tr>
<td>11:00</td>
<td>BREAK</td>
</tr>
<tr>
<td>11:20</td>
<td>UNCLE SAM WANTS YOU: HOW THE &quot;YATES MEMO&quot; AFFECTS COMPANY INVESTIGATIONS (ETHICS)</td>
</tr>
<tr>
<td>12:20</td>
<td>NETWORKING LUNCHEON</td>
</tr>
</tbody>
</table>

### U.S. LITIGATION & DISPUTE RESOLUTION MODULE | U.S. TRANSACTIONAL MODULE

<table>
<thead>
<tr>
<th>Time</th>
<th>Session</th>
</tr>
</thead>
<tbody>
<tr>
<td>1:30</td>
<td>LOSING GROUND IN LOUISIANA: COASTAL EROSION LITIGATION AND THE IMPACT ON THE ENERGY INDUSTRY</td>
</tr>
<tr>
<td>2:15</td>
<td>INTERNATIONAL ARBITRATION IN GOVERNMENT CONTRACTS AND CONTRACTING</td>
</tr>
<tr>
<td>3:00</td>
<td>BREAK</td>
</tr>
<tr>
<td>4:00</td>
<td>IN-HOUSE LITIGATION ROUNDTABLE: WHAT KEEPS IN-HOUSE LITIGATORS UP AT NIGHT</td>
</tr>
<tr>
<td>4:45</td>
<td>ADJOUR</td>
</tr>
</tbody>
</table>

### JOHN ROGERS AWARD RECEPTION AND DINNER AT THE PETROLEUM CLUB

- 6:00 RECEPTION
- 7:00 DINNER honoring John S. Watson, Chevron Corporation

### Friday, February 17

### CONCURRENT SESSIONS

<table>
<thead>
<tr>
<th>Time</th>
<th>Session</th>
</tr>
</thead>
<tbody>
<tr>
<td>9:00</td>
<td><strong>INTERNATIONAL MODULE</strong>&lt;br&gt;BREXIT – WHAT TO EXPECT AND HOW TO PREPARE</td>
</tr>
<tr>
<td>9:45</td>
<td>HOST GOVERNMENTS IN THE DOWNTURN – CHALLENGES FOR THE STATE AND INVESTORS</td>
</tr>
<tr>
<td>10:45</td>
<td><strong>FINANCE / BANKRUPTCY MODULE</strong>&lt;br&gt;A $40 BILLION DOLLAR ASK: DISCUSSION OF NEW BOEM FINANCIAL SECURITY REGULATIONS AND INDUSTRY’S RESPONSE</td>
</tr>
<tr>
<td>11:00</td>
<td><strong>ENVIRONMENTAL MODULE</strong>&lt;br&gt;TRENDS FROM THE TRENCHES: ENFORCEMENT, PUBLIC PARTICIPATION, AND CITIZEN SUITS</td>
</tr>
<tr>
<td>11:45</td>
<td>THE MORE THINGS CHANGE? EFFECT OF THE ELECTIONS ON ENVIRONMENTAL LAW AND POLICY</td>
</tr>
<tr>
<td>12:15</td>
<td>DEANS OF OIL AND GAS PRACTICE LECTURE AND LUNCHEON&lt;br&gt;featuring Professor Jacqueline Weaver, University of Houston Law Center</td>
</tr>
<tr>
<td>1:45</td>
<td>CONSPIRACY THEORY? THE ETHICAL PARADOX OF &quot;BIG IS BAD&quot;</td>
</tr>
<tr>
<td>2:45</td>
<td>GENERAL COUNSEL PANEL: HOW LEADING GENERAL COUNSEL TACKLE THE ETHICAL, SUBSTANTIVE AND PRACTICAL CHALLENGES FACING THE ENERGY INDUSTRY TODAY</td>
</tr>
<tr>
<td>3:45</td>
<td>ADJOUR</td>
</tr>
</tbody>
</table>

---

### Conference Co-Chairs

**J. J. McAnelly, III**<br>Bracewell LLP<br>Houston, Texas

**Laura M. Robertson**<br>Deputy General Counsel, Litigation and Arbitration<br>ConocoPhillips Company<br>Houston, Texas

"The diversity of tracks and quality of speakers were terrific."

"Great networking and comradery with other professionals and IEL staff at the networking events and both dinners."

— 2016 Participants

---

2016 Oil & Gas Law Conference
SCHEDULE

February 16

8:45 WELCOME AND OVERVIEW
— Jay E. Ray, Director, Institute for Energy Law, Plano, Texas
— J. J. McAnelly, III, Conference Co-Chair, Bracewell LLP, Houston, Texas
— Laura M. Robertson, Conference Co-Chair, Deputy General Counsel, Litigation and Arbitration, ConocoPhillips Company, Houston, Texas

9:00 KEYNOTE – WHAT LIES AHEAD FOR OIL AND GAS AS NEW PRESIDENT AND CONGRESS GET DOWN TO WORK?
Key executive appointments, announced Presidential priorities, Cabinet nominations, legislative agendas and the outlook for the Supreme Court reveal what lies ahead in Washington for the industry in 2017. Former Congressman Earl Pomeroy, who represented North Dakota during a period of dramatic oil development and now is senior counsel with Alston & Bird law firm in Washington D.C., will assess post election developments and forecast likely debates in the Congressional year ahead.
— Earl Pomeroy, Former Congressman for North Dakota, Alston & Bird LLP, Washington, D.C.

10:00 RECENT DEVELOPMENTS IN OIL AND GAS LAW
This session will feature a review of important cases and other developments in oil and gas law over the last year.
— Professor Alex Ritchie, Associate Professor of Law, Karelitz Chair in Oil and Gas Law, University of New Mexico, Albuquerque, New Mexico

11:00 BREAK

11:20 UNCLE SAM WANTS YOU: HOW THE “YATES MEMO” AFFECTS COMPANY INVESTIGATIONS (ETHICS)
Ever since the demise of Arthur Andersen in 2002, DOJ has struggled to define principles for when to prosecute a corporation for the acts of its employees. So we’ve had the “Thompson Memo,” the “McNulty Memo,” the “Filip Memo”… and now the “Yates Memo,” which describes expectations for companies to expose wrongdoing by employees to qualify for “cooperation” credit or leniency from DOJ. This session describes the effect of the Yates Memo on advising companies and individuals and dealing with government investigations and your ethical obligations.
— David Gerger, Quinn Emanuel Urquhart & Sullivan, LLP, Houston, Texas

12:20 NETWORKING LUNCHEON

CONCURRENT SESSIONS

<table>
<thead>
<tr>
<th>U.S. LITIGATION &amp; DISPUTE RESOLUTION MODULE</th>
<th>U.S. TRANSACTIONAL MODULE</th>
</tr>
</thead>
<tbody>
<tr>
<td>Julie A. Hardin and Francisco Rivero</td>
<td>Susan Lindberg, Module Chair</td>
</tr>
<tr>
<td>Module Co-Chairs</td>
<td>General Counsel and Corporate Secretary, Eni US</td>
</tr>
<tr>
<td>Reed Smith LLP, Houston, Texas</td>
<td>Operating Co., Inc., Houston, Texas</td>
</tr>
</tbody>
</table>

1:30 LOSING GROUND IN LOUISIANA: COASTAL EROSION LITIGATION AND THE IMPACT ON THE ENERGY INDUSTRY
Litigators and experts at the forefront of the coastal erosion litigation will provide their perspective on the challenges the energy industry faces, current developments, and how the litigation is expected to evolve.

1:30 BUYING AND SELLING ASSETS OUTSIDE OF BANKRUPTCY
This presentation will cover the sale of a distressed company’s assets outside of bankruptcy and will focus on how financial distress affects the typical asset sale of an energy company’s assets.
U.S. LITIGATION MODULE, CONT.

**MODERATOR:** Daniella D. Landers, Katten Muchin Rosenman LLP, Houston, Texas

**PANELISTS:**
- Jennifer Ferratt, Chevron, Covington, Louisiana
- Deborah D. Kuchler, Kuchler Polk Schell Weiner & Richeson LLC, New Orleans, Louisiana
- Chris McLindon, New Orleans Geological Society, New Orleans, Louisiana
- Wilbert J. “Billy” Tauzin, Former U.S. Congressman, Louisiana 3rd Congressional District, Tauzin Consultants, Washington, D.C.

2:15 INTERNATIONAL ARBITRATION IN GOVERNMENT CONTRACTS AND CONTRACTING

This distinguished panel of international arbitration lawyers will explore developments in government contracting in the energy space and identify common pitfalls and best practices, the role of administrative entities, and potential settlement techniques and mechanisms.

- Noiana Marigo, Freshfields Bruckhaus Deringer, New York, New York
- Alberto F. Ravell, Senior Legal Counsel - Arbitrations, ConocoPhillips Company, Houston, Texas
- Francisco Rivero, Reed Smith LLP, Houston, Texas
- Eugene J. Silva II, Counsel – International Disputes, Exxon Mobil Corp., Houston, Texas

3:00 BREAK

3:15 ROYALTY LITIGATION: RECENT TRENDS AND WHAT’S ON THE HORIZON?

This program will discuss developments in state and federal royalty litigation, including trends in class action royalty litigation, as well as the recent pronouncements from the Office of Natural Resources Revenue and their expected impact.

**MODERATOR:** Joseph G. Thompson III, Watt Thompson & Henneman LLP, Houston, Texas

**PANELISTS:**
- Charles J. “Tim” Engel III, King & Spalding Washington, D.C.
- Mark C. Rodriguez, Vinson & Elkins LLP, Houston, Texas
- Robert J. Sutphin, Jr., Holland & Hart LLP, Santa Fe, New Mexico

2:15 RESERVE-BASED LENDING: A BRAVE NEW WORLD

The market for reserve-based lending has been significantly impacted by the prolonged drop in commodity prices. Restructurings, bankruptcies, increased regulation, and other factors have altered the market landscape considerably. This session will examine the impact of the downturn on borrowers and lenders as they move forward.

- Dewey J. Gonsoulin Jr., Bracewell LLP, Houston, Texas

3:00 BREAK
## U.S. TRANSACTIONAL MODULE, CONT.

<table>
<thead>
<tr>
<th>Time</th>
<th>Session Title</th>
<th>Speaker(s)</th>
</tr>
</thead>
<tbody>
<tr>
<td>3:15</td>
<td><strong>CHANGES INCORPORATED INTO THE AAPL 2015 610 MODEL FORM JOINT OPERATING AGREEMENT</strong></td>
<td>— Jeff Weems, Staff Weems LLP, Houston, Texas</td>
</tr>
<tr>
<td></td>
<td>This presentation will discuss the significant changes to the AAPL 2015 Model Operating Agreement and note particular drafting recommendations for the agreement.</td>
<td></td>
</tr>
</tbody>
</table>

## U.S. LITIGATION MODULE, CONT.

<table>
<thead>
<tr>
<th>Time</th>
<th>Session Title</th>
<th>Speaker(s)</th>
</tr>
</thead>
<tbody>
<tr>
<td>4:00</td>
<td><strong>IN-HOUSE LITIGATION ROUNDTABLE: WHAT KEEPS IN-HOUSE LITIGATORS UP AT NIGHT</strong></td>
<td>— Sasha Vaikhman, Associate General Counsel, Linn Energy, LLC, Houston, Texas</td>
</tr>
<tr>
<td></td>
<td>Panel will discuss recent developments and what is on the horizon in energy litigation, including nuisance claims, earthquake litigation, lessor/lessee disputes/termination, etc.</td>
<td></td>
</tr>
<tr>
<td></td>
<td><strong>MODERATOR:</strong> Kenneth E. Broughton, Reed Smith LLP, Houston, Texas</td>
<td></td>
</tr>
<tr>
<td></td>
<td>— Veronica Foley, Sr. Vice President, General Counsel &amp; Corporate Secretary, Precision Drilling Corporation, Houston, Texas</td>
<td></td>
</tr>
<tr>
<td></td>
<td>— Steven G. Gyeszly, Group Counsel – Litigation, Compliance &amp; HR, Marathon Oil Company, Houston, Texas</td>
<td></td>
</tr>
<tr>
<td></td>
<td>— William Noble, Assistant General Counsel, Litigation &amp; Disputes, BP America Inc., Houston, Texas</td>
<td></td>
</tr>
<tr>
<td></td>
<td>— Laura M. Robertson, Deputy General Counsel, Litigation and Arbitration, ConocoPhillips Company, Houston, Texas</td>
<td></td>
</tr>
</tbody>
</table>

## SCHEDULE

### February 16

<table>
<thead>
<tr>
<th>Time</th>
<th>Session</th>
</tr>
</thead>
<tbody>
<tr>
<td>4:00</td>
<td><strong>AFTER THE FALL: CURRENT TRENDS IN UPSTREAM A&amp;D TWO YEARS AFTER THE 2014 PRICE COLLAPSE</strong></td>
</tr>
<tr>
<td></td>
<td>An update and review of current trends in U.S. Upstream A&amp;D, with a particular focus on counterparty credit considerations, structuring alternatives and diligence considerations.</td>
</tr>
</tbody>
</table>

### THE JOHN ROGERS AWARD RECEPTION AND DINNER

- **Honoring**
  - John S. Watson
  - Chairman of the Board and Chief Executive Officer
  - Chevron Corporation

- **Sponsored by**
  - BAKER BOTTS
  - BRACEWELL
  - CHEVRON
  - CONOCOPHILLIPS
  - EY
  - FTI CONSULTING
  - NAVIGANT
  - NORTON ROSE FULBRIGHT
  - STEPTOE & JOHNSON
  - VINSON & ELKINS LLP
  - WINSTON & STRAWN LLP

The John Rogers Award is presented annually by the Institute for Energy Law of The Center for American and International Law (CAIL) to a person associated with the energy industry in recognition of extraordinary professional and civic achievement. The Award was established in 1969 in honor of John Rogers of Tulsa, Oklahoma, and in recognition of Mr. Rogers’ exemplary life, his great interest in legal education, and his valuable services to CAIL.
<table>
<thead>
<tr>
<th>Time</th>
<th>Concurrent Sessions</th>
</tr>
</thead>
<tbody>
<tr>
<td>9:00</td>
<td><strong>INTERNATIONAL MODULE</strong> &lt;br&gt;Michol Ecklund, Module Chair &lt;br&gt;Deputy General Counsel, Marathon Oil Corporation &lt;br&gt;Houston, Texas</td>
</tr>
<tr>
<td></td>
<td><strong>REGULATORY / COMPLIANCE MODULE</strong> &lt;br&gt;Kristi McCarthy, Module Chair &lt;br&gt;Managing Counsel, Chevron North American Exploration &amp; Production Company, Houston, Texas</td>
</tr>
<tr>
<td></td>
<td><strong>BREXIT – WHAT TO EXPECT AND HOW TO PREPARE</strong> &lt;br&gt;Whether you conduct business in the UK, have suppliers or other business partners in the UK, or have contracts with dispute resolution provisions in the UK, Brexit may change how you do business in the coming years. This panel will cover: &lt;br&gt;• Mechanics of Brexit – what are the legal mechanisms by which UK will “exit” the EU, and what should we expect in a post-Brexit world? &lt;br&gt;• Trade: How will Brexit impact the import/export of oil and gas, petroleum products, supplies and labor in support of UK and the global energy industry? &lt;br&gt;• Disputes: Future of UK as a preferred dispute resolution venue, recognition of UK legal orders, treaty protection, etc. &lt;br&gt;• Other corporate matters: Taxes, data protection, competition law, employment, etc. &lt;br&gt;<strong>MODERATOR:</strong> Gavin Williams, Herbert Smith Freehills LLP, London, United Kingdom &lt;br&gt;<strong>PANELISTS:</strong> &lt;br&gt;— Jessel Gair, Senior Attorney – UK Asset Team, Marathon Oil Company, Aberdeen, United Kingdom &lt;br&gt;— Leigh T. Hansson, Reed Smith LLP, London, United Kingdom &lt;br&gt;— Constantine Partasides QC, Three Crowns LLP, London, United Kingdom</td>
</tr>
<tr>
<td></td>
<td><strong>RECENT DEVELOPMENTS IN THE SEC’S WHISTLEBLOWER ENFORCEMENT AGENDA</strong> &lt;br&gt;• SEC’s bounty program – with awards of over $100 million to date, what can companies do to encourage internal reporting instead of going straight to the SEC? &lt;br&gt;• SEC’s filing of retaliation claims against companies – how to avoid real or perceived retaliation against employees &lt;br&gt;• SEC’s aggressive stance on standard agreements that may “muzzle” whistleblowers (e.g., employment agreements, consulting agreements, separation agreements, confidentiality agreements, etc.): changing company agreements to avoid enforcement actions and fines. &lt;br&gt;— Renee Phillips, Orrick, Herrington &amp; Sutcliffe LLP, New York, New York</td>
</tr>
<tr>
<td>9:45</td>
<td><strong>HOST GOVERNMENTS IN THE DOWNTURN – CHALLENGES FOR THE STATE AND INVESTORS</strong> &lt;br&gt;The recent downturn in the energy industry has put immense pressure on governments whose revenue is highly dependent on the energy sector. Hear from panelists regarding how governments are coping and how their challenges are impacting investors on issues such as: &lt;br&gt;• Changing regulatory regimes and enforcement thereof &lt;br&gt;<strong>MODERATOR:</strong> Renee Phillips, Orrick, Herrington &amp; Sutcliffe LLP, New York, New York &lt;br&gt;<strong>PANELISTS:</strong> &lt;br&gt;— Bruce A. Blefeld, Reed Smith LLP, Houston, Texas &lt;br&gt;— Brent C. Snyder, Deputy Assistant Attorney General for Criminal Enforcement, U.S. Dept. of Justice, Washington, D.C. &lt;br&gt;— Wendy W. H Waszmer, King &amp; Spalding, New York, New York</td>
</tr>
<tr>
<td></td>
<td><strong>RECENT DEVELOPMENTS IN DOJ ANTITRUST DIVISION’S CRIMINAL ENFORCEMENT PROGRAM: COOPERATION, VIEW OF COMPLIANCE PROGRAMS, CORPORATE TRIALS</strong> &lt;br&gt;Recent developments in DOJ Antitrust Division’s criminal enforcement program: cooperation, view of compliance programs, corporate trials &lt;br&gt;• Antitrust prosecutions of companies: what you need to know about leniency and prosecutorial discretion in antitrust cases &lt;br&gt;• Potential antitrust violations in energy businesses - issue-spotting and best practices &lt;br&gt;• 2017 - The year ahead - what to expect in US and international enforcement (criminal and civil) in the upcoming year &lt;br&gt;— Bruce A. Blefeld, Reed Smith LLP, Houston, Texas &lt;br&gt;— Brent C. Snyder, Deputy Assistant Attorney General for Criminal Enforcement, U.S. Dept. of Justice, Washington, D.C. &lt;br&gt;— Wendy W. H Waszmer, King &amp; Spalding, New York, New York</td>
</tr>
</tbody>
</table>
### INTERNATIONAL MODULE, CONT.

- Changing economics and reopening terms
- Transferring assets and other options to exit investment opportunities
- New investment opportunities

**MODERATOR:** James Lloyd Loftis, Vinson & Elkins LLP, Houston, Texas

**PANELISTS:**
- **Kenneth B. Medlock III,** James A. Baker, III and Susan G. Baker Fellow in Energy and Resource Economics, Rice University’s Baker Institute for Public Policy, Houston, Texas
- **Denmon Sigler,** Baker & McKenzie LLP, Houston, Texas,
- **Carlos A Solé, III,** Baker Botts L.L.P., Houston, Texas
- **José Luis Vittor,** Hogan Lovells US LLP, Houston, Texas

<table>
<thead>
<tr>
<th>FINANCE / BANKRUPTCY MODULE</th>
<th>ENVIRONMENTAL MODULE</th>
<th>IEL FORUM</th>
</tr>
</thead>
</table>
| Omer F. “Rick” Kuebel III, Module Chair Locke Lord LLP New Orleans, Louisiana | Janet McQuaid, Module Chair Norton Rose Fulbright US LLP Houston, Texas | 10:45 IEL FORUM  
An unscripted opportunity to discuss current issues in energy practice.  
**MODERATORS:**  
— Kelli Jones, Lead Counsel, General Litigation and LHOs, ConocoPhillips Company, Houston, Texas  
— Ryan J. Morgan, Steptoe & Johnson PLLC, Charleston, West Virginia |

#### 10:30 BREAK

<table>
<thead>
<tr>
<th>10:45 A $40 BILLION DOLLAR ASK DISCUSSION OF NEW BOEM FINANCIAL SECURITY REGULATIONS AND INDUSTRY’S RESPONSE</th>
</tr>
</thead>
</table>
| Discussion to include an overview of the new offshore leasing NTL designed to require funding of $40 billion of financial security from offshore lease operators and interest owners, update on compliance timeline and the tailored plan process and a discussion of the proposed amendments to offshore operating agreements to address the new regulations.  
**MODERATOR:** Philip Eisenberg, Locke Lord LLP, Houston, Texas  
**PANELISTS:**  
— J. Keith Couvillion, Land Manager, Chevron USA, Inc., Houston, Texas  

<table>
<thead>
<tr>
<th>10:45 TRENDS FROM THE TRENCHES: ENFORCEMENT, PUBLIC PARTICIPATION, AND CITIZEN SUITS</th>
</tr>
</thead>
</table>
| Discussion regarding oil and gas permitting and enforcement trends such as environmental regulatory agencies’ use of enforcement to obtain extra-regulatory air emission reductions in consent orders; non-governmental organizations’ participation in permitting oil and gas projects; and recent developments in citizen suit litigation.  
**MODERATOR:** Carolyn Covault, Senior Consulting Attorney, Safety and Environmental, EOG Resources Inc., Houston, Texas  
**PANELISTS:**  
— Jennifer Keane, Baker Botts L.L.P., Austin, Texas  
— Jim Martin, Beatty & Wozniak, P.C., Denver, Colorado |
## SCHEDULE

**February 17**

<table>
<thead>
<tr>
<th>FINANCE / BANKRUPTCY MODULE, CONT.</th>
<th>ENVIRONMENTAL MODULE, CONT.</th>
<th>IEL FORUM, CONT.</th>
</tr>
</thead>
</table>
| 11:30 **DELEVERAGING ENERGY COMPANIES TO SURVIVE DEPRESSED COMMODITY PRICES**  
Case studies in debt to equity conversions in bankruptcy (and some recent examples like Energy XXI) and “out of court” deleveraging through rights offerings and other financial restructuring options (and some recent examples). Session will include “lessons learned” and practice pointers on key considerations for restructuring energy companies and the ramifications on counterparties.  
— Andrew R. Karp, Bank of America Merrill Lynch, Charlotte, North Carolina  
Discussion regarding the implications of the November 2016 elections on environmental and oil and gas regulatory agencies’ priorities and personnel as well as on pending and future legislation and rulemaking applicable to oil and gas activities.  
**MODERATOR:** Lucian Pugliaresi, President, Energy Policy Research Foundation, Washington, D.C.  
**PANELISTS:**  
— Chuck Knauss, Hunton & Williams, Washington, D.C.  
— Matt Leggett, Deputy Chief Counsel, U.S. Senate Committee on Environment and Public Works, Washington, D.C. | **IEL FORUM, CONT.** |
| 11:55 **ALL GOOD THINGS MUST END: DECOMMISSIONING OIL AND GAS FACILITIES**  
Discussion regarding abandonment and retirement of offshore oil and gas facilities under US environmental law, financial assurance requirements, and the impact of bankruptcy.  
**MODERATOR:** Edward Clark Lewis, Norton Rose Fulbright US LLP, Houston, Texas  
**PANELIST:**  
— Mary W. Koks, Munsch Hardt Kopf & Harr, P.C., Houston, Texas | |

12:15 **DEANS OF OIL AND GAS PRACTICE LECTURE AND LUNCHEON**  
— Professor Jacqueline Weaver, A.A. White Professor of Law, University of Houston Law Center, Houston, Texas

---

*Sponsored by*

- Baker Donelson
- Katten
- Latham & Watkins LLP
- Orrick
- PAUL Hastings
- ExxonMobil
- Interface
- Kelley Drye
- Liskow & Lewis
- Kirkland & Ellis
- McGinnis Lochridge
- Sutherland
1:45  CONSPIRACY THEORY? THE ETHICAL PARADOX OF “BIG IS BAD”

There was a time when “big business”, and the “big professions” that support it, were revered for their contributions to society. Those contributions continue today, yet “big” is often vilified in the public eye. This presentation will explore some recurring themes in this area, from the dark clouds of conspiracy theories to media and political portrayals, and highlight ways in which ethics and professionalism might lead everyone “big” out of the storm.

— Arnold Johnson, Senior Vice President and General Counsel, Noble Energy, Inc., Houston, Texas

2:45  GENERAL COUNSEL PANEL: HOW LEADING GENERAL COUNSEL TACKLE THE ETHICAL, SUBSTANTIVE AND PRACTICAL CHALLENGES FACING THE ENERGY INDUSTRY TODAY

As multinational corporations in the energy sector face an increasingly complex legal world, they rely ever more on General Counsel to provide guidance and develop new and reliable legal strategies. In this panel, leading General Counsel will discuss the ethical and professional challenges they face in meeting these challenges.

**MODERATOR:** Professor Catherine Rogers, Professor of Law and Paul and Marjorie Price Faculty Scholar and Professor of Ethics, Regulation & The Rule of Law, Penn State Law, State College, Pennsylvania

**PANELISTS:**
- Randall M. Ebner, Vice President and General Counsel, Exxon Mobil Corporation, Irving, Texas
- Saamir Elshihabi, Associate General Counsel, Occidental Petroleum Corporation, Houston, Texas
- R. Hewitt Pate, Vice President and General Counsel, Chevron Corporation, San Ramon, California

3:45  ADJOURN

**ABOUT THE INSTITUTE FOR ENERGY LAW (IEL)**

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 numerous 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**

- **1st NATIONAL YOUNG ENERGY PROFESSIONALS’ LAW CONFERENCE**
  - PLANO TX
  - MAR 28, 2017

- **MERGERS ACQUISITIONS & DIVESTITURES CONFERENCE**
  - PITTSBURGH, PA
  - MAY 18 - 19, 2017
JOIN THE INSTITUTE FOR ENERGY LAW AND ATTEND FREE!

MEMBERSHIP APPLICATION

I wish to join the Institute for Energy Law in the following category:

Membership Category
☐ Associate Membership $650  ☐ Sponsoring Membership $1,000
☐ Supporting Membership $3,500  ☐ Sustaining Membership $6,000
☐ Academic/Government/Non-Profit Membership $395

Member Name _____________________________________________________________

Payment
☐ Check enclosed payable to: The Center for American and International Law

Credit Card: ☐ Mastercard  ☐ Visa  ☐ AMEX  ☐ Discover

Card number _____________________________ Exp date ___________

Name on card___________________________________________________________

Billing address _________________________________________________________

____________________________________________________________

Signature _____________________________________________________________

Person(s) who will serve on advisory board
1– Name ________________________________

Firm/Company/Organization_______________________________________________

Address _______________________________________________________________

City, State, Postal Code, Country_________________________________________

Phone __________________ Fax __________________

Email _________________________________________________________________

2– Name ________________________________

Firm/Company/Organization_______________________________________________

Address _______________________________________________________________

City, State, Postal Code, Country_________________________________________

Phone __________________ Fax __________________

Email _________________________________________________________________

3– Name ________________________________

Firm/Company/Organization_______________________________________________

Address _______________________________________________________________

City, State, Postal Code, Country_________________________________________

Phone __________________ Fax __________________

Email _________________________________________________________________

(Please make a copy of this page if you will be designating more than three Advisory Board Representatives)

ANNUAL MEMBERSHIP DUES AND BENEFITS

All members with the exception of the entry-level membership for young professionals receive these benefits:

• One or more Advisory Board representatives
• Free attendance for each Advisory Board representative at the Annual Oil & Gas Law Conference
• Free attendance for each Advisory Board representative and a guest at the reception and dinner on the eve of the Annual Oil & Gas Law Conference
• Member discount (~20%) at other IEL programs
• 10% discount on IEL/Matthew Bender publications: the Oil & Gas Law & Proceedings of the Institute on Oil & Gas Law
• Free subscription to the IEL’s newsletter, the Energy Law Advisor

Associate Membership – $650
(open to individuals only)
• Member is Advisory Board representative
• Appears in membership lists under member’s name
• Recognition as an Associate Member in publications

Sponsoring Membership – $1,000
(open to corporations, firms, and other organizations)
• One Advisory Board representative
• Choice of appearing in membership lists by firm name or individual name
• Recognition as a Sponsoring Member in publications

Supporting Membership – $3,500
(open to corporations, firms, and other organizations)
• Four Advisory Board representatives (one under 40)
• The right to designate up to two additional Advisory Board members under 40 for $300 each
• All employees entitled to member discount at IEL programs
• Recognition as a Supporting Member in publications

Sustaining Membership – $6,000
(open to corporations, firms, and other organizations)
• Eight Advisory Board representatives (two under 40)
• The right to designate up to four additional Advisory Board members under 40 for $300 each
• The right to designate an unlimited number of additional Advisory Board representatives for $500 each
• All employees entitled to member discount at IEL programs
• Recognition as a Sustaining Member in publications

Academic/Government/Non-Profit Membership – $395
(open to universities, government agencies, judicial and arbitral institutions, non-profit corporations and full time employees of such organizations)
• One Advisory Board representative
• Recognition as an Academic/Government/Non-Profit Member in publications

For a complete calendar of IEL programs and further membership information, visit our website at cailaw.org/iel.
**REGISTRATION**

68th Annual Oil & Gas Law Conference
February 16-17, 2017 • JW Marriott Galleria Hotel • Houston, Texas

Advisory Board members attend this conference free of charge and should register using the special link sent to them by email. If you believe you are an Advisory Board member and have not received the special link, call 972.244.3411 or email jray@cailaw.org.

Registration includes the Conference, the John Rogers Award Reception and Dinner, meals and the course material provided online, which may be printed or saved by customer. Printed course material may be obtained for an additional $150 fee (check additional option below).

<table>
<thead>
<tr>
<th>Check applicable box:</th>
<th>By 1/30/17</th>
<th>After 1/30/17</th>
</tr>
</thead>
<tbody>
<tr>
<td>Regular registration fee*</td>
<td>$745</td>
<td>$795</td>
</tr>
<tr>
<td>IEL Supporting or Sustaining Member Employee</td>
<td>$535</td>
<td>$575</td>
</tr>
<tr>
<td>IEL Young Energy Professional Member</td>
<td>$535</td>
<td>$575</td>
</tr>
<tr>
<td>CAIL Member or Member Employee</td>
<td>$535</td>
<td>$575</td>
</tr>
<tr>
<td>Government Employee</td>
<td>$535</td>
<td>$575</td>
</tr>
<tr>
<td>Full-time Law Student</td>
<td>$150</td>
<td>$150</td>
</tr>
<tr>
<td>Full-time Law Professor</td>
<td>$150</td>
<td>$150</td>
</tr>
<tr>
<td>Materials Only</td>
<td>$225</td>
<td>$225</td>
</tr>
</tbody>
</table>

☐ $150 - Receive full course materials in printed binder (Otherwise, papers will only be provided electronically via email. You are welcome to print the online material yourself.)

☐ $0.00 - I plan to attend the John Rogers Award Reception and Dinner on 2/16 (included in registration).

☐ $150 - I wish to bring a guest to the John Rogers Award Reception and Dinner.**

Name ____________________________________________________________

Firm/Company/Organization __________________________________________

Address ___________________________________________________________

City, State, Postal Code, Country _________________________________

Phone __________________ Fax __________________

Email __________________

**Please complete the following guest information (if applicable)

Guest Name ___________________________________________ Guest Title ________________

Firm/Company/Organization ____________________________________________

City, State, Country ________________________________________________

**PAYMENT INFORMATION**

☐ Check enclosed payable to: The Center for American and International Law

Credit Card:  ☐ Mastercard  ☐ Visa  ☐ AMEX  ☐ Discover

Card number ___________________________ Exp date ___________ CSV________

Name on card ______________________________________________________

Billing address (if different than above address) __________________________________

Signature __________________

**GENERAL INFORMATION**

CANCELLATION POLICY: Tuition, less a $50 cancellation fee will be refunded upon receipt of written cancellation received by January 30, 2017. 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 them they are attending the “IEL – Annual Oil & Gas Law Conference” to receive a reduced room rate of $199++ per night. The last day to obtain this special rate is January 24, 2017.

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 11 hours, including 2 hour of ethics. Course ID Number: 901365496. 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: California, Minnesota, New Mexico, Ohio, Oklahoma, Pennsylvania, Texas and Virginia. 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.
68th Annual Oil & Gas Law Conference
February 16-17, 2017
JW Marriott Galleria Hotel
Houston, Texas
Register Now! cailaw.org/iel
MCLE credit will be available