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GAS AND POWER INSTITUTE



September 10–11, 2015 ■ Royal Sonesta Hotel ■ Houston, Texas

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THURSDAY MORNING, SEPT. 10, 2015

Presiding Officer:

**Kathleen E. Magruder, BP Energy
Company, Houston, TX**

7:30 a.m. Registration Opens

Includes continental breakfast.

8:20 a.m. Welcoming Remarks

8:30 a.m. .50 hr

Federal Regulatory Update

We have a saying in the energy bar—"FERC Provides"—and this also applies to the activities of the Department of Energy, the Department of the Interior and other federal agencies with regulatory authority over energy issues. The highlights of key federal agency action on energy issues in 2015.

Randall S. Rich, Pierce Atwood LLP, Washington, DC

9:00 a.m. .50 hr

Legislative and Case Law Update

Review important legislative developments, case precedent, and regulatory decisions affecting the Texas gas and electric industries throughout the past year.

Chris Reeder, Husch Blackwell LLP, Austin, TX

9:30 a.m. .75 hr

Passports out of America: Regulation of Oil, Gas and Condensate Exports

The U.S. shale revolution has created huge commercial opportunities for the export of LNG, crude oil, condensate and refined products, but such exports are subject to limitations and requirements under multiple legal regimes administered by various federal agencies, including DOE, FERC, BIS, U.S. Census, CBP and DOI. Examine the rules, restrictions and reporting obligations that apply to the export of these commodities and other open issues in this fast-evolving arena.

Moderator:

Jacob (Jake) Dweck, Sutherland, Asbill & Brennan LLP, Washington, DC and Houston, TX

Panelists:

JoAnn P. Marcell, Enterprise Products Partners L.P., Houston, TX

Steven A. Porter, U.S. Department of Energy, Office of the Assistant General Counsel for Electricity & Fossil Energy, Washington, DC

10:15 a.m. Break

10:30 a.m. .50 hr

Energy Futures Regulation

Discussion on Exchange traded regulations and compliance concerns.

Erik Haas, ICE Futures U.S., Chicago, IL

11:00 a.m. 1.25 hrs

Mexico Update

Building on last year's discussion, *Mexico: The New Frontier*, learn about updates regarding the Mexican energy reforms, with a focus on the status of reforms in the midstream gas sector including cross-border pipelines and LNG; the implementation of the new Electric Industry Law; and the progress of the opening of exploration and development of oil and gas.

Moderator:

Kenneth S. Culotta, King & Spalding LLP, Houston, TX

Panelists:

Brian Bradshaw, Morgan, Lewis & Bockius LLP, Houston, TX

Ricardo Colmener, ENTRA Consulting, Houston, TX
José L. Valera, Mayer Brown, Houston, TX

12:15 p.m. Pick Up Lunch

Included in registration.

THURSDAY AFTERNOON

Presiding Officer:

**John K. Arnold, Winstead PC,
Houston, TX**

LUNCHEON PRESENTATION

12:35 p.m. .50 hr ethics

Current Issues in Ethics

Ana Christina Ward, Attorney at Law, Austin, TX

1:05 p.m. Break

1:20 p.m. .50 hr

Energy Trading: Quick Dodd-Frank Update

An update on the most recent regulatory issuances implementing the Dodd-Frank Act and recent enforcement proceedings before the CFTC.

Phillip G. Lookadoo, Haynes and Boone, LLP, Washington, DC

1:50 p.m. .75 hr

Energy Trading Panel Discussion

Learn about the potential impacts on energy trading and market liquidity of pending implementation issues, including margin rules for uncleared swaps, position limits, and hedging exemption availability; trade options and embedded volumetric optionality in forward contracts; potential impacts of ISDA Resolution Stay Protocol with G-SIFI (major) banks; enforcement proceedings, record-keeping and surveillance requirements; and who's leaving, who's staying, and who's entering the energy trading markets.

Moderator:

Phillip G. Lookadoo, Haynes and Boone, LLP, Washington, DC

Panelists:

Stephen L. Corso, Haynes and Boone, LLP, Houston, TX

Jerry Jeske, Mercuria Energy, Houston, TX

2:35 p.m. .75 hr

LNG Updates

Discussion on Sale Purchase Agreement (SPA) provisions that are subject to dispute, the dispute resolution provisions common in SPAs, and current litigation in the LNG space. Review how the U.S. courts handled the take-or-pay cases in the 1980s–1990s and discussion on how those cases may provide insight into how a court will deal with LNG price re-determination disputes.

Brian Boyle, Norton Rose Fulbright, Houston, TX

Lauren Varnado, Norton Rose Fulbright, Houston, TX

William D. Wood, Norton Rose Fulbright, Houston, TX

3:20 p.m. Break

3:30 p.m. .75 hr

Managing Financial Distress and Bankruptcy Consequences from a Midstream Perspective

A lively discussion of the financial risks currently affecting midstream participants in the gas and power sector and insights on how to manage such risks from the standpoint of experienced bankruptcy practitioners.

Philip Guy Eisenberg, Locke Lord LLP, Houston, TX
Omer F. "Rick" Kuebel, Locke Lord LLP,
New Orleans, LA
Bruce J. Ruzinsky, Jackson Walker L.L.P., Houston, TX

4:15 p.m. 1.00 hr | .50 hr ethics

Elements of an Effective Compliance Program

Compliance programs are having to evolve beyond checklists and procedures to address the sometimes vague or conflicting regulations and interpretations. An effective compliance program must consider the "black letter" rules but must also address the spirit and intent of those rules. To be effective, a company's enforcement and compliance program must be proactive and readily capable of adjusting to a changing regulatory landscape. Gain insight on effective compliance programs from both an operational and trading perspective.

Moderator:

Neil L. Levy, Partner, King & Spalding LLP,
Washington, DC

Panelists:

Kevin McMahon, Senior Vice President, Internal
Audit and Chief Compliance Officer, Calpine
Corporation, Houston, TX
Tom Nuelle, Chief Compliance Officer, BP Energy
Company, Houston, TX

5:15 p.m. Adjourn to Reception

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NETWORKING RECEPTION

5:15 – 6:15 p.m.

Join us for drinks and hors d'oeuvres with
program faculty and attendees

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This course has been approved for Minimum Continuing Legal Education credit by the State Bar of Texas Committee on MCLE in the amount of 12.25 hours, of which 2.00 credit hours will apply to legal ethics/professional responsibility credit. The University of Texas School of Law is a State Bar of California approved MCLE provider (#1944), and a MCLE presumptively-approved provider by the Supreme Court of State of Louisiana (#0553) and an Oklahoma Bar Association (#169).

FRIDAY MORNING, SEPT. 11, 2015

Presiding Officer:

Chris Reeder, Husch Blackwell LLP,
Austin, TX

7:30 a.m. Conference Room Opens

Includes continental breakfast.

8:00 a.m. .50 hr

Gas Transportation 20:20 by 2020

As U.S. gas production has outpaced all expectations and predictions, the government is running to catch up. A recovering regulator/lawyer's view of recent and upcoming changes to gas transportation regulations and laws. How did we get where we are? What possible federal changes can we expect in the next few years? What parts of industry are likely to be most affected? What does that mean for you as legal counsel?

Cynthia L. Quarterman, Atlantic Council,
Washington, DC

8:30 a.m. 1.50 hr

Clean Air Act Developments of Concern to the Power Industry

An unprecedented number of Clean Air Act developments have recently converged on the electric power industry. Hear an explanation of these developments and the practical and legal difficulties they create for both the regulated community and the regulators.

Moderator:

Rebecca J. Rentz, Winstead PC, Houston, TX

Panelists:

Jeff Civins, Haynes and Boone, LLP, Austin, TX
Michael J. Nasi, Jackson Walker L.L.P., Austin, TX

10:00 a.m. Break

10:15 a.m. .50 hr

ERCOT, SPP and MISO Transmission—What's New?

Learn about the progress on competitive transmission under FERC Order 1000, the interplay of transmission and generation alternatives in planning, and other developments affecting Texas.

N. Beth Emery, GridLiance, Chicago, IL
Joseph W. Ghormley, Southwest Power Pool, Inc.,
Little Rock, AR

10:45 a.m. .50 hr

Pipeline Regulatory Developments

Review recent developments in the regulation of intrastate pipelines by the Texas Railroad Commission, including recent regulatory decisions regarding non-crude petroleum pipelines, Texas court decisions related to eminent domain, and new Railroad Commission rules.

James H. Barkley, Baker Botts, Houston, TX

11:15 a.m. .50 hr

Selected Drafting Issues in Midstream Contracts

Discussion of several issues relevant to the drafting of different midstream contracts, including the characterization of an acreage commitment in a hydrocarbon sale, gathering, transportation, or processing agreement as a covenant running with the land and the legal consequences; assuring the characterization of a hydrocarbon sales contract as a "forward contract" under the Bankruptcy Code; avoiding quitclaim treatment of a conveyance of pipeline easements and rights-of-way; managing the residual liability of a contract party upon the assignment of the contract; and the basics of contractual indemnity.

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

11:45 a.m. 1.00 hr ethics

Ouch! The Ethical Thicket of Social Media For Oil and Gas Lawyers

When more than half of all in-house counsel report using social media for news and information, when 83-year old Rupert Murdoch uses Twitter, when lawyers tweet and law firms and judges maintain blogs, there can be no doubt that social media permeates society. No lawyer can afford to ignore it. However, social media usage raises a host of ethical issues, including judges "friending" lawyers (and vice-versa), investigating witnesses and jurors, improper "advertising," unlawful practice and unauthorized multi-state practice, the First Amendment rights of lawyers, and screening of employees and law firm and company policies for employees' use of social-media. All of these issues are addressed with a unique blend of humor and scholarship in one of the most unusual multi-media presentations you'll ever see.

Michael H. Rubin, McGlinchey Stafford PLLC,
Baton Rouge, LA

12:45 p.m. Adjourn

ABOUT THE COVER

The endless passage of time, 30" x 48" x 2", oil on canvas, is by Rachel Wiley-Janota, represented by René Wiley Gallery, Galveston, Texas. For more information, please visit www.renewileygallery.com

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HOUSTON

September 10–11, 2015

CONFERENCE LOCATION



Royal Sonesta Hotel
2222 West Loop South
Houston, Texas
713.627.7600

Special Room Rate: \$195
good through August 26, 2015
(subject to availability)

Parking:
Self-parking \$10 daily; \$16 overnight
Valet \$16 daily; \$27 overnight
(subject to change)

KEY DATES

September 2, 2015

last day for early registration
add \$50 for registrations
received after this time

September 4, 2015

last day for cancellation (full refund)

September 7, 2015

last day for cancellation (partial refund)
\$50 processing fee applied

September 10, 2015, 8:20 a.m.

Institute begins

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