

44TH ANNUAL ERNEST E. SMITH
OIL, GAS AND MINERAL LAW



FUNDAMENTALS

April 19, 2018

INSTITUTE

April 20, 2018

Royal Sonesta Hotel
Houston, Texas

 **Also Available via Live Webcast**

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2018

FUNDAMENTALS OF OIL, GAS AND MINERAL LAW

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THURSDAY MORNING, APRIL 19, 2018

Presiding Officer:

Katy Pier Moore, Santoyo Moore
Wehmyer PC, San Antonio, TX

7:30 a.m. Registration Opens

Includes continental breakfast.

8:20 a.m. Welcoming Remarks

8:30 a.m. .75 hr

Drilling Contracts and Master Services Agreements

Drilling contracts and service contracts are the most common agreements involved in oilfield operations and risk allocation issues. Focus on getting the right indemnity and insurance provisions for your company and avoiding potential pitfalls involving enforceability and indemnity structure. Learn about specific concerns relating to use of the IADC Onshore Drilling Contract form.

William W. Pugh III, Liskow & Lewis, Houston, TX

9:15 a.m. .75 hr

A Primer on Marketing Oil and Gas

Discussion of the basic concepts associated with a producer's marketing of its oil and gas production, including overviews of (a) the applicable provisions of UCC Article 2, (b) the basic provisions of the Conoco general terms and conditions applicable to sales of crude oil as well as the standardized LEAP "master" form agreement for crude oil and refined petroleum products, (c) the provisions commonly found in contracts for the purchase of natural gas by gatherers and processors, as well as by gas marketers utilizing the standardized NAESB "master" form agreement for natural gas, and (d) applicable regulatory principles.

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

10:00 a.m. Break

10:15 a.m. .75 hr

What You Need to Know About the Railroad Commission of Texas

An overview of oil and gas drilling, production, environmental and pipeline regulation by the Railroad Commission of Texas.

Tim George, McGinnis Lochridge, Austin, TX

11:00 a.m. .50 hr

Understanding Revisions to The Texas General Land Office Lease Form

A brief history of classifications of state and a discussion on how recent trends in field rules, allocation wells, and valuation methods have impacted the State Lease form.

Mark A. Havens, Texas General Land Office,
Austin, TX

11:30 a.m. .50 hr

Basic Causes of Action and Defenses in Litigating Land Titles

Find the right procedure and the right remedy to protect your client's rights.

Richard F. Brown, Brown & Fortunato, P.C.,
Amarillo, TX

12:00 p.m. Pick Up Lunch

Included in Fundamentals registration.

THURSDAY AFTERNOON

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12:20 p.m. .75 hr ethics

Protecting the In-House Attorney Client Privilege

A practical overview of the attorney-client privilege as it applies to in-house counsel communications. Hear best practices for protecting communications, common pitfalls, and real world hot topics. Focus on "intermingled" legal and business communications, investigations, and multi-jurisdictional disputes, as well as discovery and litigation planning and management.

Jonathan R. Childers, Lynn Pinker Cox & Hurst, LLP,
Dallas, TX
Michael K. Hurst, Lynn Pinker Cox & Hurst, LLP,
Dallas, TX

1:05 p.m. Break

1:20 p.m. .75 hr

Are We There Yet - Beginning and Termination of the Oil and Gas Lease

Examine the commencement of the term of the lease and its termination.

Peter E. Hosey, Jackson Walker LLP, San Antonio, TX

2:05 p.m. .75 hr

A Bankruptcy Primer for the Practitioner

Review the rudiments of the powers of the Bankruptcy Court under Section 365 of the Bankruptcy Code and the need for perfection of title and liens under Texas law; the asset sales process under Section 363 of the Bankruptcy Code with a focus on survival of pre-bankruptcy liens and obligations; and a preference action and an action asserting that a transaction was a constructive and actionable transfer in fraud of creditors.

W. John English Jr., Baker & Hostetler LLP,
Houston, TX
Eric R. Goodman, Baker & Hostetler LLP,
Cleveland, OH

2:50 p.m. Break

3:00 p.m. .75 hr

Perfection and Recording: Practical Title Issues

The public records doctrine is the cornerstone for perfection of title, liens and security interests relating to oil, gas, and mineral interests. Hear about the public records doctrine, the electronic signature laws, the bona fide purchaser doctrine, and perfection of title, liens and security interests under traditional title law and the Texas Business and Commerce Code.

Jasper Mason, Baker & Hostetler LLP, Denver, CO
George A. Snell III, Snell Law Firm, Amarillo, TX

3:45 p.m. .50 hr

Division Orders

The uses and abuses of the Division Order. Neither a contract nor a conveyance, a shield but not a sword.

Michael D. Jones, Jones Gill LLP, Houston, TX

4:15 p.m. .50 hr

Basic JOA

Discuss the purposes for a Joint Operating Agreement, its basic structure and issues that arise in its interpretation.

Jeff Weems, Staff Weems LLP, Houston, TX

4:45 p.m. Adjourn

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FRIDAY MORNING, APRIL 20, 2018

Presiding Officer:
Jeff Weems, Staff Weems LLP,
Houston, TX

7:15 a.m. Registration Opens

Includes continental breakfast.

8:05 a.m. Welcoming Remarks

8:15 a.m. 1.00 hr ethics

Protecting Client Information-Cyber Protection Duties as an Attorney

Explore the ethical and legal obligations of attorneys and law firms to protect client data and communications from the latest cybersecurity threats.

William R. Daugherty, Baker & Hostetler LLP,
Houston, TX
Andy Sawyer, Locke Lord LLP, Dallas, TX

9:15 a.m. 1.00 hr

Case Law Update

Review recent decisions dealing with oil and gas leases, royalties, mineral conveyances, joint operating agreements, state regulation, and related topics.

Owen L. Anderson, The University of Texas School of Law, Austin, TX

10:15 a.m. Break

10:30 a.m. .75 hr

Proration Units: "You Keep Using that Word, I Don't Think it Means What You Think it Means!"

Hear the history and development of the proration unit as a regulatory tool, and the consequences of importing the term into oil and gas leases and contracts.

Robert G. Hargrove, Osborn, Marsland & Hargrove,
Austin, TX

Co-Author:

Ana Maria Marsland-Griffith, Osborn, Marsland & Hargrove, Austin, TX

11:15 a.m. .75 hr

Surface Use: The Dominant Estate, Reasonable Use, and Due Regard

Discuss recent opinions defining the distinction between the surface and mineral estates; history of the mineral owner's implied surface-use right and its limitations; accommodation doctrine opinions, including recent developments and the questions they raise; the roles of the Railroad Commission and municipalities; the temporary-injunction tip-off; and practical tips.

David E. Jackson, Jackson Sjoberg & Townsend, LLP,
Austin, TX

12:00 p.m. Pick Up Lunch

Included in registration.

FRIDAY AFTERNOON

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12:20 p.m. .75 hr

An Interview with Professor Ernest E. Smith

An interview with Professor Ernest E. Smith about his views on key developments of oil, gas and mineral law in Texas during his years of teaching at The University of Texas School of Law. A range of topics will be covered, likely including conveyancing issues such as "floating" v. "fixed" royalty and legal issues, both traditional and new, that arise in the context of horizontal well development.

Commentator:

Carroll G. Martin, Scott Douglass & McConnico LLP,
Austin, TX

Speaker:

Ernest E. Smith, The University of Texas School of Law, Austin, TX

1:05 p.m. Break

1:20 p.m. .50 hr | .25 hr ethics

Clarifying the Duty of Executive Right Holders

A review of the law after *Texas Outfitters Limited v. Nicholson* defining the nature of severed executive rights and the duties owed by the executive to non-participating royalty and non-executive mineral interest owners.

Monika U. Ehrman, The University of Oklahoma
College of Law, Norman, OK

1:50 p.m. .50 hr

Implied Covenants

Follow an outline of the law of implied covenants, including duties imposed, standards applied, and remedies available.

Elizabeth "Becky" Miller, Scott Douglass & McConnico LLP, Austin, TX

2:20 p.m. .75 hr

PSA and Allocations Wells

Review of the evolution of the regulatory and land-title process for PSA and Allocation Wells.

Michael E. McElroy, McElroy, Sullivan, Miller, Weber & Olmstead, L.L.P., Austin, TX

3:05 p.m. Break

3:15 p.m. .75 hr

We're Not Out of the Woods Yet: When is a Contract a Contract in the Bankruptcy Court?

Hear a discussion by experienced practitioners regarding whether an asset purchase and sale agreement, an oil and gas lease, and a joint operating agreement will be rejected by a bankruptcy court. In addition, discuss structuring Bankruptcy Code Section 363 Orders and their effect on encumbrances on title and obligations of the purchasers in light of the Texas Supreme Court decision in *Noble Energy, Inc. v. ConocoPhillips Co.*

W. John English Jr., Baker & Hostetler LLP,
Houston, TX

Eric R. Goodman, Baker & Hostetler LLP,
Cleveland, OH

4:00 p.m. .50 hr

Why and How to Recycle Oil and Gas Wastewater

In recent years, the Railroad Commission and Texas Legislature have taken steps to facilitate recycling wastewater. Faced with water supply shortages and seismic activity, should Texas do more?

Adam Friedman, McElroy, Sullivan, Miller, Weber and Olmstead, L.L.P., Austin, TX

4:30 p.m. .50 hr

Plugging Liability: A Framework for Risk and Financial Security

Brandon Durrett, Dykema Cox Smith,
San Antonio, TX

Rene D. Ruiz, Dykema Cox Smith, San Antonio, TX

5:00 p.m. Adjourn

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- Individual registration by April 11 \$325
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Select Webcast Date

- LIVE: Friday, April 19, 2018 \$275

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REGISTRATION SUBTOTAL \$ _____

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INSTITUTE—OG18

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- Call (512) 475-6876 to register additional participants*

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HOUSTON

April 19–20, 2018

CONFERENCE LOCATION



Royal Sonesta Hotel Houston
 2222 West Loop South
 Houston, TX 77027-3502
 855.463.3091

Special Room Rate: \$179
 good through April 2, 2018
 reference "UT Law Oil and Gas"
 (subject to availability)

Parking:
 Self-Parking \$10 daily; \$16 overnight
 Valet \$16 daily; \$25 overnight

KEY DATES

- April 11, 2018**
last day for early registration
 add \$50 for registrations
 received after this time
- April 13, 2018**
last day for cancellation (full refund)
- April 16, 2018**
last day for cancellation (partial refund)
 \$50 processing fee applied
- April 19, 2018, 8:20 a.m.**
Fundamentals
- April 20, 2018, 8:05 a.m.**
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