

38TH ANNUAL ERNEST E. SMITH OIL, GAS AND MINERAL LAW



FUNDAMENTALS — March 29, 2012

INSTITUTE — March 30, 2012

Hyatt Regency ▪ Houston, Texas

▶ Video Replay

May 10–11, 2012

Cityplace Conference Center ▪ Dallas, Texas

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2012

FUNDAMENTALS OF OIL, GAS AND MINERAL LAW

March 29, 2012 • Hyatt Regency • Houston, Texas

▶ Video Replay May 10, 2012 • Cityplace Conference Center • Dallas, Texas

Earn up to 8.00 Hours of MCLE Credit

THURSDAY MORNING

Presiding Officer:
Monika Ehrman, CERES Resource Partners, L.P., Dallas, TX

7:30 a.m. Registration Opens
Includes continental breakfast.

8:20 a.m. Welcoming Remarks

8:30 a.m. 1.00 hr

The Top 10 Things Your Momma Never Told You about Oil and Gas Leases

Learn ten of the current top issues that lessors and lessees should consider when negotiating oil and gas leases.

M.C. Cottingham Miles, Martin & Drought, P.C.,
San Antonio, TX
Katrina B. Mohrer, Person, Whitworth, Borchers &
Morales, L.L.P., Laredo, TX

9:30 a.m. .75 hr

Surface Rights/Access v. Mineral Rights

Over the past 75 years, the relationship between a severed mineral owner and the surface owner has undergone substantial change. This presentation analyzes both the historical antecedents and the present jurisprudence regarding the implied easement of surface use.

Bruce M. Kramer, of Counsel, McGinnis, Lochridge &
Kilgore, L.L.P., Houston, TX

10:15 a.m. Break

10:30 a.m. .75 hr

Overview of Railroad Commission Regulations

A look at what the Railroad Commission does and does not do.

Brian R. Sullivan, McElroy, Sullivan & Miller, L.L.P.,
Austin, TX

11:15 a.m. .75 hr

The Farmout Agreement

A review of the basic elements of a Farmout Agreement and a discussion of the key issues that should be addressed in drafting and negotiating a Farmout Agreement.

Mark K. Boling, Southwestern Energy Company,
Houston, TX

12:00 p.m. Break to Pick Up Box Lunch

Included in Fundamentals registration.

THURSDAY AFTERNOON

LUNCHEON PRESENTATION

12:30 p.m. .50 hr

Full Speed Ahead? Today's Drilling Environment and the Development of Maturing Shales in the U.S. Resource Market

This session covers the current drilling/operations environment as well as some of the new technologies that are driving today's oil and gas activities. Also covered, the impact of new drilling and completion technology on the U.S. gas supply and the roles of maturing shales on the U.S. resource market.

Mark A. Houser, EnerVest, Ltd., Houston, TX

1:00 p.m. Break

1:15 p.m. .75 hr

Solving Tax Issues in Oil and Gas Transactions

A look at techniques that can be used to satisfy the business goals of oil and gas transactions without creating adverse tax consequences.

Stephen A. Kuntz, Fulbright & Jaworski L.L.P.,
Houston, TX
Robert W. Phillpott Jr., Fulbright & Jaworski L.L.P.,
Houston, TX
R. Richard Coston, Fulbright & Jaworski L.L.P.,
Houston, TX

2:00 p.m. .75 hr

Drilling Contracts and Master Service Agreements

Risk allocation issues in drilling contracts and master service agreements are often the most difficult issues. This session provides a broad overview of the indemnity and insurance provisions and some of the important pitfalls.

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

2:45 p.m. .75 hr

Basic Environmental Law for Oil and Gas Lawyers

An overview of federal and state agency jurisdiction and the primary environmental law programs affecting oil field operations and cleanup in Texas, with drafting tips on how to avoid pitfalls when negotiating environmental provisions in contracts.

Jed P. Anderson, The AL Law Group, PLLC,
Kingwood, TX

3:30 p.m. Break

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. 1.00 hr

Issues in Marketing Production

An overview of natural gas and crude oil marketing issues, including drafting principles for crude oil sales contracts, natural gas sales contracts and gas gathering agreements, and issues related to laws and regulations applicable to oil and gas marketing.

Michelle T. Boudreaux, Vinson & Elkins LLP, Houston, TX
James Edwin Olson, Vinson & Elkins LLP, Houston, TX

5:15 p.m. .50 hr

Operator Duties to Non-Operators

A review of the standard of conduct the operator owes non-operators, the relationship of the parties, and the effect of exculpatory language found in model forms.

John S. Lowe, SMU Dedman School of Law, Dallas, TX

5:45 p.m. Adjourn Fundamentals



This seminar continues to be the best of all oil and gas seminars.

Great conference—excellent topics and speakers.

Always love the case law update by Prof. Smith.

Good selection of topics covering pertinent issues.

Speakers were excellent—the foremost authorities in the field of oil and gas.



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OIL, GAS AND MINERAL LAW INSTITUTE

March 30, 2012 ▪ Hyatt Regency ▪ Houston, Texas

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Earn up to 7.25 Hours of MCLE Credit including 1.00 Hour of Ethics Credit

FRIDAY MORNING

Presiding Officer:

**Peter E. Hosey, Jackson Walker L.L.P.,
San Antonio, TX**

7:30 a.m. Registration Opens

Includes continental breakfast.

8:20 a.m. Welcoming Remarks

8:30 a.m. .50 hr

Regulatory Update

An overview of recent developments at the Railroad Commission of Texas (RRC) and General Land Office (GLO) that may be of interest to the oil and gas practitioner and could impact, lessors, lessees and unleased owners of mineral interests.

Philip 'Flip' Whitworth, Scott, Douglass & McConnico, L.L.P., Austin, TX

9:00 a.m. 1.25 hrs

Case Law Update

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

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

10:15 a.m. Break

10:30 a.m. .50 hr

Allocation of Royalties

Gaye White, Thompson & Knight LLP, Austin, TX

11:00 a.m. .50 hr

Trends in Seismic Agreements

This presentation discusses geophysical trespass, seismic permits, licenses and related agreements.

Warren J. Ludlow, XTO Energy, Fort Worth, TX

11:30 a.m. .50 hr

Duties of Executive Right Holders

A review of the law after *Lesley v. Veterans Land Board of the State of Texas* defining the nature of severed executive rights and the duties owed by the executive to owners of nonparticipating royalty and nonexecutive mineral interests.

Monika Ehrman, CERES Resource Partners, L.P., Dallas, TX

12:00 p.m. Break to Pick Up Box Lunch

Included in Institute registration.

FRIDAY AFTERNOON

LUNCHEON PRESENTATION

12:30 p.m. .50 hr

Perspectives on Water Usage in the Eagle Ford Shale

Oil and gas exploration and development of the Eagle Ford Shale has raised both the public's and industry's interest in the region's water supplies. This presentation examines the historical water usage in the South Texas area, projections of future water supply availability, and water supply options for the development of the Eagle Ford Shale and other formations.

Dr. Darrell Brownlow, Floresville, TX

1:00 p.m. Break

1:15 p.m. 1.00 hr ethics

Ethical Issues Facing Counsel in Conducting the Internal Corporate Investigation

Post-Dodd-Frank, companies must have an internal investigation plan that can quickly and credibly respond to compliance concerns. This panel advises attendees how to conduct such investigations in a way that is consistent with an attorney's ethical obligations. Topics include the nuts and bolts of a post-Dodd-Frank internal investigation and pitfalls surrounding internal investigations ranging from failure to provide *Upjohn* warnings to obstruction of justice charges.

Jay G. Martin, Baker Hughes Incorporated, Houston, TX
Ryan D. McConnell, Haynes and Boone, LLP, Houston, TX

2:15 p.m. .50 hr

Strips, Gores and Public Roadways: Is There a Time Bomb on Your Unit?

A survey of case law governing the application of the strip-and-gore doctrine, and a review of the procedures for leasing publicly owned streets and rights-of-way.

Clifton A. Squibb, Hamilton & Squibb, Dallas, TX

2:45 p.m. .50 hr

BOEM, BSEE and ONRR: The Remaking of the "Old MMS"

This presentation focuses on the post-Macondo restructuring of the former Minerals Management Service and BOEMRE (Bureau of Ocean Energy Management, Regulation and Enforcement) and its impact on issues such as leasing, permitting processes, environmental regulation, and royalty and revenue payment and calculation.

Mark C. Rodriguez, Vinson & Elkins LLP, Houston, TX

3:15 p.m. Break

3:30 p.m. .50 hr

Lease Issues

Consent asked for but none received—the enforceability of consent to assignment or transfer provisions.

Allen D. Cummings, Law Offices of Allen D. Cummings, San Antonio, TX

4:00 p.m. .50 hr

Selected Federal Environmental Issues Affecting the Texas Oil and Gas Industry

Topics covered include the Endangered Species Act, the sand dune lizard, migratory birds, other EPA/environmental issues, the Texas Railroad Commission, and a preview of the upcoming legislative session.

Andy Barrett, Barrett and Associates PLLC, Austin, TX

4:30 p.m. .50 hr

Recorded Memoranda: Just as Good as the Whole Document?

For various reasons—often to avoid disclosure of terms to which one party or the other has agreed—oil and gas leases and other instruments are more and more frequently represented in the public records by brief memoranda that divulge little beyond the identity of the parties and the property affected. Does the recording of such a memorandum afford the same degree of constructive notice protection as the recording of the entire agreement would? What are the risks? What content should be considered essential to a memorandum prepared for recording purposes?

William B. Burford, Hinkle, Hensley, Shanor & Martin, L.L.P., Midland, TX

5:00 p.m. Adjourn Institute

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P.O. Box 7759
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FUNDAMENTALS

Includes Course Binder and Luncheon Presentation

Houston, March 29, 2012

- Early Registration due Wednesday, March 21, 2012. \$270
- Registration after Wednesday, March 21, 2012. \$320

Dallas – Video Replay, May 10, 2012

- Early Registration due Wednesday, May 2, 2012. \$220
- Registration after Wednesday, May 2, 2012. \$270

Fundamentals Registration Total. \$ _____

INSTITUTE

Includes Course Binder and Luncheon Presentation

Houston, March 30, 2012

- Early Registration due Wednesday, March 21, 2012. \$300
- Registration after Wednesday, March 21, 2012. \$350

Dallas – Video Replay, May 11, 2012

- Early Registration due Wednesday, May 2, 2012. \$250
- Registration after Wednesday, May 2, 2012. \$300

Institute Registration Total. \$ _____

REGISTRATION TOTAL \$ _____

PUBLICATIONS AND MEDIA *Allow 3-5 weeks from the conference date for delivery.*

FUNDAMENTALS

- Course Binder WITHOUT Conference Registration \$150
- Note: Conference Registration includes Course Binder*

- Audio MP3 Speeches on CD \$90

- Audio CD Set \$135

- eBinder on CD (PDF format) \$150/\$50
- (\$150 purchased alone, \$50 with Registration or purchase of Course Binder or Audio MP3 Speeches on CD or Audio CD Set)*

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INSTITUTE

- Course Binder WITHOUT Conference Registration \$150
- Note: Conference Registration includes Course Binder*

- Audio MP3 Speeches on CD \$90

- Audio CD Set \$135

- eBinder on CD (PDF format) \$150/\$50
- (\$150 purchased alone, \$50 with Registration or purchase of Course Binder or Audio MP3 Speeches on CD or Audio CD Set)*

Institute Publications and Media Total. \$ _____

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IN-HOUSE CLE: Bring the conference in-house and learn at your convenience. *Allow 3-5 weeks from the conference date for delivery. Approved for Texas MCLE credit.*

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- In-House CLE for 2. \$625
- Includes Audio CD Set and Course Binders*

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HOUSTON

March 29–30, 2012

CONFERENCE LOCATION



Hyatt Regency

1200 Louisiana Street
Houston, TX 77002
713-654-1234

Special Room Rate: \$199

good through February 28, 2012
(subject to availability)

Parking:

Valet \$15 per day, \$27 overnight;
Self-parking available in nearby garages

KEY DATES

March 21, 2012, 5 p.m.

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

March 23, 2012, 5 p.m.

last day for full refund

March 26, 2012, 5 p.m.

last day for partial refund
\$50 processing fee applied

March 29, 2012, 8:30 a.m.

Fundamentals begins

March 30, 2012, 8:30 a.m.

Institute begins

DALLAS

May 10–11, 2012

VIDEO REPLAY



Cityplace Conference Center

2711 North Haskell Avenue
Dallas, TX 75204
214-515-5100

Parking:

Complimentary self-parking;
Valet \$22 per day

KEY DATES

May 2, 2012, 5 p.m.

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

May 4, 2012, 5 p.m.

last day for full refund

May 7, 2012, 5 p.m.

last day for partial refund
\$50 processing fee applied

May 10, 2012, 8:30 a.m.

Fundamentals begins

May 11, 2012, 8:30 a.m.

Institute begins

FUNDAMENTALS ACCREDITATION

This course has been approved for Minimum Continuing Legal Education credit by the State Bar of Texas Committee on MCLE in the amount of 8.00 hours. The University of Texas School of Law is a State Bar of California approved MCLE provider (#1944), and an Oklahoma Bar Association MCLE presumptively-approved provider (#169).

Specialization Credit Approved for
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9.50 Hours of Texas CPE Credit for
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INSTITUTE ACCREDITATION

This course has been approved for Minimum Continuing Legal Education credit by the State Bar of Texas Committee on MCLE in the amount of 7.25 hours, of which 1.00 credit hour 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 an Oklahoma Bar Association MCLE presumptively-approved provider (#169).

Specialization Credit Approved for
Oil, Gas and Mineral Law

AAPL Approved for 7.25 Hours of Registered
Professional Landman (RPL) and
Certified Professional Landman (CPL) Credit
including 1.00 Hour of Ethics

8.50 Hours of Texas CPE Credit for
Accountants (Sponsor #250)