

13th Biennial Parker C. Fielder Oil and Gas Tax Conference

November 19-20, 2015 • Hyatt Regency • Houston, TX

Thursday Morning, Nov. 19, 2015

Presiding Officer:

Phillip L. Mann, Miller & Chevalier Chartered - Washington, DC

7:30 am	<p>Registration Opens</p> <p>Includes continental breakfast.</p>
8:20 am	<p>Welcoming Remarks</p>
8:30 am 0.75 hr	<p>Distress in the Energy Industry</p> <p>A look at factors that led to the downturn and an overview of the current markets. Understand the long and short-term implications of the downturn on the energy industry and the larger U.S. economy, plus gain insights on how companies, lenders and potential investors are responding.</p> <p>Loretta Cross, Stout Risius Ross Inc. - Houston, TX</p>
9:15 am 1.25 hrs	<p>Capital Cost Recovery</p> <p>A discussion of current cost recovery and accounting issues which may include G&G expenses, IDC costs, intangible drilling costs and offshore operations, the tax consequences of the FASB-IASB Revised Revenue Recognition Standard for oil and gas companies, recent IRS guidance on accounting method changes, and other selected issues.</p> <p>Moderator: Thomas L. Evans, Kirkland & Ellis LLP - Chicago, IL</p> <p>Panelists: Stephen E. Comstock, American Petroleum Institute - Washington, DC Carol Conjura, KPMG LLP - Washington, DC Scott K. Dinwiddie, Internal Revenue Service - Washington, DC John F. Eiman, Internal Revenue Service - Houston, TX Nancy Piwonka, Marathon Oil Company - Houston, TX</p>
10:30 am	<p>Break</p>
10:45 am 1.25 hrs	<p>Current International Tax Issues for the General Tax Practitioner</p> <p>Have you ever wondered what an inversion is? What is BEPS? And what is the difference between a territorial system and a worldwide system? Why are companies and the IRS concerned about transfer pricing? What new reporting regimes will apply to multinational companies? Gain insight on these topics and more, including a high level overview of the most significant international tax topics of the day.</p> <p>Moderator: Carol P. Tello, Sutherland Asbill & Brennan LLP - Washington, DC</p> <p>Panelists: David C. Cole, Vinson & Elkins LLP - Houston, TX Anne Devereaux, Internal Revenue Service - Washington, DC Kevin L. Kenworthy, Miller & Chevalier Chartered - Washington, DC</p>

12:00 pm	Adjourn to Optional Luncheon Included in registration.
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Thursday Afternoon, Nov. 19, 2015

Presiding Officer:

Jeff Wright, Deloitte Tax LLP - Houston, TX

12:45 pm	Parker Fielder Awards Presentation ----- Presenters: John S. Dzienkowski, The University of Texas School of Law, Austin, TX Robert J. Peroni, The University of Texas School of Law, Austin, TX ----- Award Recipients: John T. Bradford, Liskow & Lewis, Houston, TX Robert A. Swiech, KPMG LLP, Houston, TX William J. Wilkins, Internal Revenue Service, Washington, DC
	KEYNOTE LUNCHEON PRESENTATION Introduction by C. Elizabeth Wagner, Internal Revenue Service, Washington, DC
1:00 pm 0.50 hr	Current Issues in Tax Administration An update on significant guidance, litigation, and tax administration issues under discussion at IRS headquarters. William J. Wilkins, Internal Revenue Service - Washington, DC
1:30 pm	Break
1:45 pm 1.25 hrs	Farmouts in an Era of Low Oil Prices Over the last ten years, the oil and gas industry has experienced an environment of high commodity prices, complex geology, high-tech drilling, and lease provisions with stringent obligations imposed on the operator. Hear about the use of farmouts as a dual financing technique to fund drilling costs and preserve the lease where drilling or production is a condition to holding the mineral rights (or renewing the lease). Furthermore, non-traditional lenders, such as private equity and service companies, are willing to earn mineral interests for their own reasons and will step into the role of farmee. Can the farmout agreement serve as an alternative currency in the new low commodity price environment to get the deal done on a handshake without money changing hands? Moderator: James D. Reardon, Porter Hedges LLP - Houston, TX Panelists: Christopher Bryant, Statoil E&P Americas - Houston, TX Amy Sutton, Deloitte Tax LLP - Houston, TX Clifford M. Warren, Internal Revenue Service - Washington, DC Todd Way, Vinson & Elkins LLP - Dallas, TX
3:00 pm	Break

Track A: Domestic Tax Issues**Presiding Officer:****R. Richard Coston**, Norton Rose Fulbright - Houston, TX3:15 pm
1.25 hrs**Back to Basics: Oil and Gas Tax Fundamentals**

An exploration of oil and gas tax basics including the concept of economic interest, the pool of capital doctrine, G&G, IDC, depletion, production payments and application of like kind exchanges in oil and gas transactions.

Moderator:

Denney L. Wright, Exxon Mobil Corporation - Houston, TX

Panelists:

David B. Cubeta, Miller & Chevalier Chartered - Washington, DC

Thomas M. Rathgeb, Shell Oil Company - Houston, TX

Philip Tiegerman, Internal Revenue Service - Washington, DC

Bret Wells, University of Houston Law Center - Houston, TX

4:30 pm
1.25 hrs**Purchase and Sale Transactions**

Using the federal and state tax provisions from a publicly-available purchase and sale agreement, the panel illustrates the tax issues present in an oil and gas property purchase and sale. Those issues include the allocation of purchase price among the various oil and gas properties, any equipment on those properties, any G&G acquired or other assets, and other uses in the agreement for the allocations; the determination of the amount realized on the purchase and sale when the effective date and closing date are different; representations and warranties in the purchase and sale agreement regarding payment of taxes; allocation of tax responsibility for state and local taxes such as ad valorem tax and sales tax; and purchases and sales involving properties that are held in tax partnerships.

Moderator:

John T. Bradford, Liskow & Lewis - Houston, TX

Panelists:

Maria T. Collman, PwC - Houston, TX

Robert A. Jacobson, Bracewell & Giuliani LLP - Houston, TX

Clifford M. Warren, Internal Revenue Service - Washington, DC

Catherine Lueck Zabel, Marathon Oil Company - Houston, TX

Track B: International Tax Issues**Presiding Officer:****Bobby Marandi**, PwC - Houston, TX3:15 pm
1.25 hrs**Transfer Pricing Enforcement and Defense**

A discussion of the U.S. transfer pricing enforcement environment with respect to the oil and gas industry, including current IRS initiatives, litigation, and recent APA and competent authority experience; plus an examination of the transfer pricing issues affected by the OECD BEPS project, with special focus on intangibles as well as country-by-country reporting and taxpayer efforts that comply and defend transfer pricing determinations in this environment.

Moderator:

Steven C. Wrappe, KPMG LLP - Washington, DC

Panelists:

John C. Hughes, Internal Revenue Service - Washington, DC

Paul M. Schmidt, BakerHostetler - Washington, DC

Andrew S. Sliwa, Ernst & Young LLP - Chicago, IL

Kathrin Zoeller, Weatherford - Houston, TX

4:30 pm
1.25 hrs

Foreign Tax Credit Developments

A discussion and analysis of key foreign tax credit issues affecting the oil and gas industry, including ODLs and the effect of changing from deducting to crediting foreign taxes (and the resulting impact on the availability of credit), current foreign tax credit guidance, and more.

Moderator:

Ujwala (UJ) Bhandari, Former Director of Tax, Tenaris - Houston, TX

Panelists:

Richard Chewning, Internal Revenue Service - Washington, DC

David E. Coe, Chevron Services Company - Houston, TX

John Fiorito, Ernst and Young, LLP - Houston, TX

Edward C. Osterberg Jr., Mayer Brown LLP - Houston, TX

5:45 pm

Adjourn to Optional Reception

Included in registration.

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**Note: The Internal Revenue Service and the U.S. Department of the Treasury are not sponsoring the reception and their participation in the reception is not intended as an endorsement of the reception or the sponsors.*

Friday Morning, Nov. 20, 2015

Presiding Officer:

Deborah L. Byers, Ernst & Young LLP - Houston, TX

7:30 am

Conference Room Opens

Includes continental breakfast.

8:00 am 0.75 hr	<p>Property and Tax Issues in Fracking</p> <p>A look at how current property and tax law for oil and gas operations is being applied (or not) to nonconventional horizontal drilling, including property access issues, the application of section 614, and more. What are tax practitioners thinking about, and wrestling with, in applying existing law to this new technology?</p> <p>Moderator: Todd Keator, Thompson & Knight LLP - Dallas, TX</p> <p>Panelists: Diane M. Jenkins, XTO Energy Inc. - Fort Worth, TX Ted McElroy, Deloitte Tax LLP - Houston, TX</p>
8:45 am 1.00 hr ethics	<p>Ch-ch-ch-changes, Turn and Face the Strange Times in Regulating Tax Practitioners</p> <p>An examination and discussion of recent developments in the regulation of tax practice and tax ethics, including scope of Circular 230, privilege/confidentiality and whistleblowing, among others.</p> <p>Linda Galler, Maurice A. Deane School of Law at Hofstra University - Hempstead, NY Kathryn F. Patterson, Internal Revenue Service - Houston, TX Christopher S. Rizek, Caplin & Drysdale, Chartered - Washington, DC</p>
9:45 am	Break
10:00 am 1.25 hrs	<p>Publicly Traded Vehicles for the Energy Industry</p> <p>An analysis of various publicly traded vehicles used in the energy industry for raising capital, including master limited partnerships (MLPs), royalty trusts, yieldcos and Up-Cs, and their similarities and differences from a tax perspective. Certain alternative investment types, such as mutual funds, exchange traded funds and exchange traded notes are also addressed.</p> <p>Moderator: Timothy J. Devetski, Sidley Austin LLP - Houston, TX</p> <p>Panelists: Robert Baldwin, PwC - Dallas, TX C. Timothy Fenn, Latham & Watkins LLP - Houston, TX Caroline Hay, Internal Revenue Service - Washington, DC Jordan H. Mintz, Kinder Morgan, Inc. - Houston, TX Bill H. Wilson Jr., Internal Revenue Service - Washington, DC</p>
11:15 am 1.25 hrs	<p>Redesigning How The IRS Audits Multinationals</p> <p>A discussion of LB&I's programmatic changes to how it conducts audits, control and coordination of international examination issues, recent changes to audit procedures, and cutting edge technologies the IRS employs in conducting audits of oil and gas companies.</p> <p>Moderator: Peter A. Lowy, Chamberlain, Hrdlicka, White, Williams & Aughtry - Houston, TX</p> <p>Panelists: Paul R. Antebi, Chevron Corporation - San Ramon, CA David W. Horton, Internal Revenue Service - Houston, TX Richard A. Hussein, Baker Botts - Houston, TX Robert C. Morris, Norton Rose Fulbright - Houston, TX Doug O' Donnell, Internal Revenue Service - Houston, TX</p>
12:30 pm	Adjourn