

# 15<sup>th</sup> Biennial Parker C. Fielder Oil and Gas Tax Conference

## November 21-22, 2019 • JW Marriott Houston by The Galleria • Houston, TX

### Thursday Morning, Nov. 21, 2019

**Presiding Officer:**

**Kevin L. Kenworthy**, Miller & Chevalier Chartered - Washington, DC

7:30 am	<b>Registration Opens</b>  Includes continental breakfast.
8:20 am	<b>Welcoming Remarks</b>
8:30 am 0.75 hr	<b>Opening Keynote Presentation</b> <b>International Outlook for Upstream Activities</b>  Review evolving global trends in the areas of activities, players, theaters, contracts and relationships.  Christopher Moore, Moyes & Co. - Dallas, TX
9:15 am 1.50 hrs	<b>Capital Cost Recovery</b>  A discussion of current cost recovery and accounting issues which may include the final bonus depreciation regulations, issues regarding abandonment and worthlessness, geological and geophysical expenses, intangible drilling and development costs, limits on deduction of interest under Section 163(j) and other selected issues.  Moderator: Thomas L. Evans, Kirkland & Ellis LLP - Chicago, IL Panelists: Jennifer Bernardini, Office of Chief Counsel, Internal Revenue Service - Washington, DC Julie M. Chapel, Internal Revenue Service - Oklahoma City, OK C. Ellen MacNeil, Andersen - McLean, VA Kenneth J. Moy, American Petroleum Institute - Washington, DC Kathleen Reed, Internal Revenue Service - Washington, DC Rochelle S. Seade, Chevron Services Company - Houston, TX
10:45 am	<b>Break</b>

11:00 am 1.00 hr	<p><b>Overview of the International Tax System for the Oil and Gas Industry After the TCJA</b></p> <p>Hear an overview of the international provisions following the 2017 TCJA, including the new GILTI, FDII, and BEAT provisions as well as the impact on the pre-existing international provisions. Examine the impact of the TCJA on the oil and gas industry and how the changes may affect the business operations and tax planning of companies in the oil and gas business, including the tax-favored treatment of FOGEI income in contrast to the treatment of FORI income, which generally remains subject to its pre-2018 treatment.</p> <p>Moderator: Carol P. Tello, Eversheds Sutherland LLP - Washington, DC</p> <p>Panelists: Anne Devereaux, Office of Chief Counsel (INTL), Internal Revenue Service - Washington, DC Bret Wells, University of Houston Law Center - Houston, TX Steven C. Wrappe, Grant Thornton LLP - Washington, DC</p>
12:00 pm	<p><b>Adjourn to Optional Luncheon</b></p> <p>Included in registration.</p>

## Thursday Afternoon, Nov. 21, 2019

### Presiding Officer:

**R. Richard Coston**, Norton Rose Fulbright - Houston, TX

12:40 pm	<p><b>Parker Fielder Awards and Presentation</b></p> <p>-----</p> <p>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</p> <p>-----</p> <p><b>Parker Fielder Award Recipients:</b> Jennifer Bernardini, Internal Revenue Service, Washington, DC Anne Devereaux, Internal Revenue Service, Washington, DC Kevin L. Kenworthy, Miller &amp; Chevalier Chartered, Washington, DC Steve C. Wrappe, Grant Thornton LLP, Washington, DC</p>
	<p><b>KEYNOTE LUNCHEON PRESENTATION</b></p> <p>Introduction by C. Elizabeth Wagner, Internal Revenue Service, Washington, DC</p>
1:00 pm 0.50 hr	<p><b>Current Issues in Tax Administration</b></p> <p>Over the past 18 months, the Treasury Department and Internal Revenue Service have published more than 100 guidance items interpreting and implementing provisions of the Tax Cuts and Jobs Act (TCJA), with more guidance anticipated. Hear directly from the Chief Counsel, Mr. Desmond, with an update on The Office of Chief Counsel's role and efforts in drafting and developing that guidance. As work continues to implement the TCJA, the IRS also continues to focus its enforcement resources, an area where the Chief Counsel also plays a key role. Get an update on recent decided cases and anticipated areas of future focus.</p> <p>Michael J. Desmond, Chief Counsel, Internal Revenue Service - Washington, DC</p>

1:30 pm	<b>Break</b>
1:45 pm 1.00 hr	<p><b>Choosing Business Entities for Operations, Acquisitions and Dispositions: Clearing the Fog after TCJA 2017</b></p> <p>Analyze and discuss the factors that enter into the choice of business entity after changes in the tax law implemented by TCJA 2017, focusing on entity selection for day-to-day operations, acquisitions and dispositions.</p> <p>Moderator: John T. Bradford, Liskow &amp; Lewis - Houston, TX</p> <p>Panelists: Barbara Spudis de Marigny, Baker Botts L.L.P. - Houston, TX Clifford M. Warren, Internal Revenue Service - Washington, DC R. David Wheat, Kirkland &amp; Ellis LLP - Houston, TX William H. Wilson Jr., Internal Revenue Service - Farmers Branch, TX Denney L. Wright, The University of Houston Law Center - Houston, TX</p>
2:45 pm	<b>Break</b>
<p><b>Domestic Tax Issues</b>  <b>Presiding Officer:</b>  <b>R. Richard Coston</b>, Norton Rose Fulbright - Houston, TX</p>	
3:00 pm 1.00 hr	<p><b>The Evolving Partnership Audit Rules</b></p> <p>The new centralized partnership audit rules are now in effect and the initial returns subject to those rules have been or will soon be filed. Many of the rules governing the new regime have been finalized but others are still forthcoming. Taxpayers, practitioners and the IRS will learn more about the new regime once audits of those returns commence with regularity. Discuss the most recent developments in the evolution of these audit rules.</p> <p>Moderator: Elizabeth McGinley, Bracewell LLP - New York, NY</p> <p>Panelists: William Paul Bowers, Norton Rose Fulbright - Dallas, TX George Hani, Miller &amp; Chevalier Chartered - Washington, DC Holly O. Paz, Internal Revenue Service - Washington, DC</p>
4:00 pm 0.75 hr	<p><b>1031 Update for Oil &amp; Gas</b></p> <p>Significant changes have occurred in the 1031 world over the prior two years. Discuss and explore the meaning of “real property” as applicable to oil &amp; gas exchanges, the use of <i>Bartell</i> structures for reverse exchanges, issues specific to royalty trusts and tax partnerships, and a comparison to opportunity zone investments as an alternative.</p> <p>Moderator: Todd Keator, Thompson &amp; Knight LLP - Dallas, TX</p> <p>Panelists: Robert A. Jacobson, Willkie Farr &amp; Gallagher LLP - Houston, TX Stephen J. Toomey, Internal Revenue Service - Washington, DC</p>

4:45 pm  
0.75 hr

### **The New Section 45Q Carbon Capture and Sequestration Credit**

Discuss the section 45Q carbon capture and sequestration credit and the significant changes made to that credit in the Bipartisan Budget Act of 2018 to expand the scope and the amount of the credit. Hear about some of the important considerations in credit qualification related to enhanced oil recovery, secure geological storage, other commercial uses of carbon, transfers of credits, and what guidance is needed for taxpayers in the oil and gas industry to utilize or transact with this credit.

Moderator:

Brian Americus, Deloitte - Washington, DC

Panelists:

Robert McCann, Internal Revenue Service - Houston, TX

Amish M. Shah, Eversheds Sutherland (US) LLP - Washington, DC

Aaron D. Vera, Exxon Mobil Corporation - Spring, TX

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### **International Tax Issues**

#### **Presiding Officer:**

**Timothy J. Devetski**, Ernst & Young LLP - Houston, TX

3:00 pm  
1.25 hrs

### **Continuation of FTC Issues**

Discuss foreign tax credit issues post-TCJA, including the new section 960 rules, expense allocation regulations, and foreign tax credit basketing.

Moderator:

Moshe Spinowitz, Skadden, Arps, Slate, Meagher & Flom LLP - Boston, MA

Panelists:

Michael J. Caballero, Covington & Burling - Washington, DC

Karen J. Cate, Internal Revenue Service - Washington, DC

Glenn Leishner, Anadarko Petroleum Corporation - The Woodlands, TX

Danielle Rolfes, KPMG LLP - Washington, DC

4:15 pm  
1.25 hrs

### **GILTI, FDII and the BEAT: Tax Planning in a Post-Reform World**

Hear a summary of the new rules regarding foreign source dividends, Global Intangible Low-Taxed Income, Foreign-Derived Intangible Income, and Subpart F. Also review how tax planning has changed since the 2017 tax reforms and how these new rules can be managed from a tax planning standpoint.

Moderator:

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

Panelists:

Layla J. Asali, Miller & Chevalier Chartered - Washington, DC

Nicholas J. DeNovio, Latham & Watkins LLP - Washington, DC

Carol B. Tan, Special Counsel, IRS Associate Chief Counsel (International), Internal Revenue Service - Washington, DC

Gabriel Zimmerman, Chevron - Houston, TX

5:30 pm

### **Adjourn to Optional Reception**

Included in registration.

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## **Friday Morning, Nov. 22, 2019**

### **Presiding Officer:**

**Robert A. Swiech**, KPMG LLP - Houston, TX

8:00 am

### **Conference Room Opens**

Includes continental breakfast.

8:30 am  
1.50 hrs

### **Investing and Financing in the Oil and Gas Industry**

Hear an update on significant trends in oil and gas transactions in light of the Tax Cuts and Jobs Act of 2017 and recent developments. Explore the impact of the Section 163(j) interest limitation and planning opportunities or pitfalls related thereto (other than an analysis of investment vehicles or choice of entity selection), the evolution of the capital markets for oil and gas transactions, alternative financing mechanisms (including production payments, DrillCo transactions, and carried interest transactions), and financing inbound oil and gas investments.

#### **Moderator:**

Gregory M. Matlock, Ernst & Young LLP - Houston, TX

#### **Panelists:**

Alison L. Chen, Akin Gump Strauss Hauer & Feld LLP - Houston, TX

Thomas J. Palmisano, PwC - Houston, TX

James D. Reardon, Porter Hedges LLP - Houston, TX

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

William H. Wilson Jr., Internal Revenue Service - Farmers Branch, TX

10:00 am	<b>Break</b>
10:15 am 1.00 hr ethics	<b>Ethics in Tax Practice</b>  <p>Discuss selected ethical issues that arise for in-house and private practitioners, as well as for government personnel in the tax field, including privilege and confidentiality, conflicts of interests, specific provisions of Circular 230 and the AICPA standards, and related subjects.</p> <p>Glenn McCoy, KPMG LLP - New York, NY  Scott D. Michel, Caplin &amp; Drysdale, Chartered - Washington, DC  Kathryn F. Patterson, Internal Revenue Service - Washington, DC</p>
11:15 am 1.50 hrs	<b>Changes and Developments in IRS Examinations and Appeals</b>  <p>Review recent programmatic changes in large case audits and the IRS Appeals process, and share experiences with these important changes in the way LB&amp;I and Appeals operate. This includes Exam's enhanced participation in the Appeals process, the centralization and coordination of issues in each function, and the usage of technical advisors and issue teams. Also hear strategies important to both the IRS and industry to reduce cycle times and deal with common issues that potentially impact timetables and stated scopes in examination plans.</p> <p>Moderator:  Peter A. Lowy, Chamberlain, Hrdlicka, White, Williams &amp; Aughtry - Houston, TX  Panelists:  George M. Gerachis, Vinson &amp; Elkins LLP - Houston, TX  Richard A. Hussein, Baker Botts L.L.P. - Houston, TX  Andrew J. Keyso Jr., Office of Appeals, Internal Revenue Service - Washington, DC  Gloria Sullivan, Internal Revenue Service - Oakland, CA  Elizabeth Tucker, PwC - Dallas, TX</p>
12:45 pm	<b>Adjourn</b>