

Oil and Gas

Straight Talk in Oil and Gas Transactions

Andrews Kurth has represented clients in the energy industry for more than a century. As counselors to domestic and international oil and gas leaders, we use our experience in all facets of the oil and gas industry to guide a range of clients including:

- Independent producers
- Major multinational and foreign national oil companies
- Energy services companies
- Financial institutions, equity funds and royalty trusts
- Midstream and downstream treating and processing operations
- Transportation and pipeline companies
- Refiners

Our experience extends to oil and gas acreage, asset and entity acquisitions, and transactions involving exploration, production, development and transportation. The projects for which we have provided counsel include large, complex onshore and offshore oil and gas ventures throughout the U.S. and internationally.

In connection with our oil and gas counsel, our lawyers provide:

- Acquisitions Counsel
- Finance Counsel
- Corporate and Operational Oil and Gas Counsel
- Pipeline and Storage Representation
- Liquid Natural Gas Counsel

Andrews Kurth advises clients on issues involving environmental, tax, real estate, corporate/partnership, securities, antitrust, maritime, bankruptcy, litigation, international, and labor matters.

Acquisitions Counsel

Whether an acquisition involves a single producing property or an entire integrated oil and gas company, Andrews Kurth offers complete and strategic representation. Working with domestic, out-of-state or international counsel as necessary, our lawyers assist in all phases of the acquisition process including:

- Finalizing details of deal structure, transfer of title, tax, lien priority and securities compliance
- Negotiating and drafting transaction documents
- Ensuring that due diligence, title, contract issues, environmental assessments, and regulatory review are properly completed
- Obtaining third-party consents and waivers, such as consents to assign and preferential purchase rights

We have experience in a broad range of oil and gas acreage, property, and entity acquisitions, and exploration, production, development and transportation transactions. Our work involves oil and gas projects throughout the U.S., including offshore Gulf of Mexico and California, the Outer Continental Shelf and deepwater. In connection with our oil and gas expertise, Andrews Kurth also provides environmental, tax, real estate, corporate/partnership, securities, antitrust, maritime, bankruptcy, litigation, international and labor advice and support with respect to issues which may arise in the course of an oil and gas transaction.

Oil and Gas

Regulatory Guidance. Transactions require extensive dealings with regulatory agencies and we work with clients to complete all required state, federal and foreign governmental filings and notices with the appropriate agencies. Our Oil and Gas Regulatory practice group regularly confers with a range of authorities.

Finance Counsel

Andrews Kurth represents lenders, underwriters and borrowers on all types of oil and gas financing transactions. We advise clients on lien and security issues unique to oil and gas property investments and help structure a variety of investment and financing vehicles including:

- Asset monetization/securitization
- Equipment financing/leasing
- Master limited partnerships
- Mezzanine financing
- Net profit interests
- Production payment financing
- Reserve-based financing
- Royalty trusts
- Structured financing

Corporate and Operational Oil and Gas Counsel

Our lawyers have hands-on knowledge and top-to bottom experience of how the energy industry works. Clients benefit from our practical perspective and integrated approach on all aspects of exploration, production, development and operation of oil and gas properties.

From the initial seismic and exploration activities through product marketing, refining and storage, clients seek our guidance on all aspects of the oil and gas industry including:

- **Contracts and Agreements**—Negotiating and drafting seismic licenses, drilling contracts, participation agreements, pooling and unitization agreements, joint operating agreements, farm-in and farm-out agreements, master service agreements, and site access agreements.
- **Interest Payments**—Structuring overriding royalty interest, net profits interest and production payment arrangements.
- **Production Agreements**—Preparing arrangements for oil and gas gathering, transportation, treating, processing and production handling.
- **Storage Facilities**—Developing reservoir and salt dome storage facilities and arranging for product storage.
- **Agreements and Sales**—Documenting natural gas and crude oil sales agreements, swap agreements, hedge agreements and other derivatives.
- **Risk Mitigation**—Addressing indemnity, insurance and risk management issues.

Pipeline and Storage Representation

We frequently work in the specialized regulatory environment of interstate and intrastate pipelines and storage facilities. Andrews Kurth advises clients on such matters as:

- Condemnation and eminent domain proceedings
- Easement and right-of-way agreements
- EPC contracts, equipment sales and rental agreements, pipeline installation and pipeline interconnect agreements
- Governmental licensing, permitting and approvals at the state and federal level

Oil and Gas

- “Open seasons” for pipeline development or expansions
- Rate and tariff hearings, including those involving LNG
- Title review
- FERC, U.S. Department of Transportation and U.S. Environmental Protection Agency compliance

Liquefied Natural Gas Counsel

Our counsel on LNG projects is global and comprehensive. Supported by our extensive experience in project finance, global natural gas resources and regulatory compliance, the lawyers in our Liquefied Natural Gas practice group handle every phase of the LNG chain from initial gas production and gathering and treatment/processing to liquefaction, shipment, regasification, storage, transportation and marketing.