



Special Institute on
**Development Issues in the
Major Shale Plays**

**Westin Convention Center Hotel
Pittsburgh, Pennsylvania
December 6-7, 2010**

This program will explore in depth the legal and technical challenges facing the oil and gas industry in the development of the major shale plays throughout the United States. An emphasis is placed on the challenges that the stakeholders face in the Marcellus Shale Play. The program also will review the technical and environmental issues confronting those seeking to develop the natural gas locked within the Marcellus Shale Formation. Special emphasis will be given to air quality, water quality, and water consumption issues that are unique to natural gas production from shales.

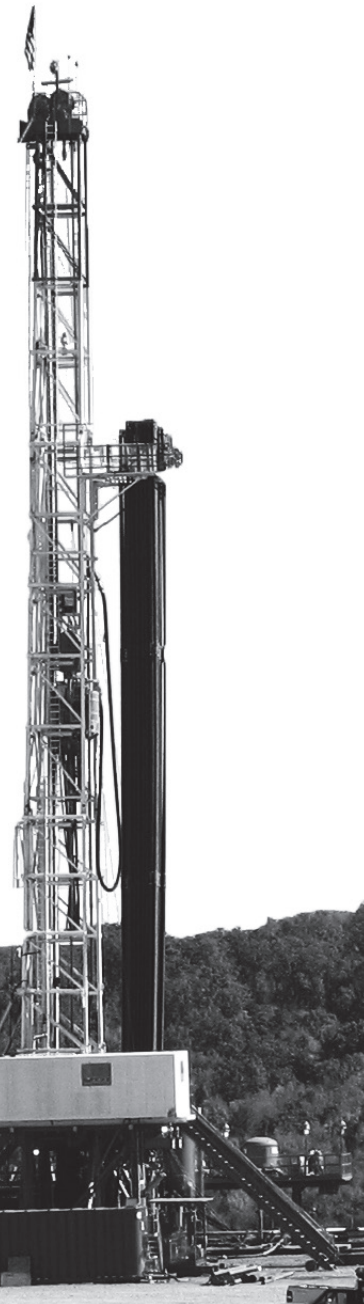
The latest statutory and regulatory insights into development in the Marcellus Shale will be reviewed by a panel of attorneys from several states affected by the Marcellus Shale Formation. They will provide the latest statutory and regulatory insights into its development. One presentation will be devoted to the ethical issues that have arisen in the leasing transactions in this area. Speakers also will discuss basic oil and gas law issues as they apply to the Marcellus Shale development including leasing provisions, royalty determination, and surface use conflicts.

The program is geared towards attorneys, landmen, and other professionals working in this part of the oil and gas industry. This course will provide the most up-to-date information available on the development of the Marcellus Shale Formation, including recent legislative and administrative changes to the present systems to address the unique problems caused by natural gas production from shale formations.

A comprehensive course manual will be distributed to all attendees. A hosted lunch and networking reception also are included in the registration fee.

- Save \$100 by registering early
- Hotel rooms only \$149/night
- A limited number of government rate rooms are available

*Audio CDs and the course manual
are available if you are unable to attend.
See inside for details.*



Development Issues in the Major Shale Plays

Monday, December 6, 2010

8:00-8:15

Introduction and Openings Remarks

SHARON J. DANIELS, Executive Director, Energy & Mineral Law Foundation, Lexington, Kentucky

KIRSTEN L. NATHANSON, President, Energy & Mineral Law Foundation; Attorney, Crowell & Moring LLP, Washington, D.C.

DAVID P. PHILLIPS, Executive Director, Rocky Mountain Mineral Law Foundation, Westminster, Colorado

MAX MAIN, President (2010-11), Rocky Mountain Mineral Law Foundation; Attorney, Bennett, Main & Gubbrud, P.C., Belle Fourche, South Dakota

BRUCE M. KRAMER, Program Chair; Of Counsel, McGinnis, Lochridge & Kilgore, L.L.P., Houston, Texas

8:15-9:00

Overview of Major Shale Plays

- General overview of resource plays in the U.S. and Canada
- Comparisons to the Marcellus Shale
- How these plays have evolved
- Factors that make the plays attractive to investors in the industry

J. MATTHEW CONRAD, Senior Vice President - Oil & Gas Division, Marshall Miller & Associates, Kingsport, Tennessee

9:00-9:45

Technological Considerations for Shale Plays

- Horizontal drilling and fracing techniques used in shale plays
- Use of such technologies in the Marcellus Shale

JOSEPH H. FRANTZ, JR., Vice President of Engineering, Range Resources Appalachia LLC, Canonsburg, Pennsylvania

9:45-10:00

Coffee Break

10:00-10:50

Current and Anticipated Federal Regulation of Hydraulic Fracturing Operations

- The ongoing EPA study
- Effluent limit guidelines
- Potential federal legislation
- Other federal regulatory issues (NEPA, carbon sequestration, enforcement, others)

JOHN C. MARTIN, W. KYLE PARKER, and SUSAN M. MATHIASCHECK, Attorneys, Crowell & Moring, LLP, Washington, D.C. and Anchorage, Alaska

10:50-11:45

Environmental Regulatory Challenges - Water Use and Disposal in Shale Plays

- Water withdrawal regulation
- Water handling (conveyance and storage)
- Flowback water management
- Produced water reuse, treatment, and disposal

R. TIMOTHY WESTON, Attorney, K&L Gates LLP, Harrisburg, Pennsylvania

11:50-1:15

Hosted Lunch and Presentation

KATHRYN KLABER, President and Executive Director, Marcellus Shale Coalition, Canonsburg, Pennsylvania

Monday, December 6, 2010 (continued)

1:25-2:10

Environmental Regulatory Challenges - Air Quality Issues in Unconventional Gas Plays

- Air quality permitting and regulatory schemes in both attainment and nonattainment areas
- Consideration of new problems created by source aggregation issues
- Other regulatory developments

JOHN R. JACUS, Attorney, Davis Graham & Stubbs LLP, Denver, Colorado

2:10-3:00

Trespass Issues in a Shale Play

- How horizontal drilling and/or hydraulic fracturing operations may create trespass liability
- *Coastal Oil & Gas Co. v. Garza Energy Trust*

DAVID E. PIERCE, Professor of Law, Washburn University School of Law, Topeka, Kansas

3:00-3:15

Coffee Break

3:15-4:45

State Oil and Gas Conservation Agency Issues - Panel Discussion

- Overview of the state oil and gas conservation agencies in Pennsylvania, New York, Ohio, and West Virginia
- Changes to Ohio oil and gas law from SB 165
- General comparisons to other state regulatory systems
- Spacing, pooling, unitization, and other related matters
- Statutory frameworks, spacing/drilling issues, proposed rules, and horizontal drilling

Moderator:

BRUCE M. KRAMER, Of Counsel, McGinnis, Lochridge & Kilgore, L.L.P., Houston, Texas

Panelists:

THOMAS S. WEST, Attorney, The West Firm, PLLC, Albany, New York

RUSSELL L. SCHETROMA, Attorney, Culbertson, Weiss, Schetroma & Schug, Meadville, Pennsylvania

W. JONATHAN AIREY, Attorney, Vorys, Sater, Seymour and Pease LLP, Columbus, Ohio

TIMOTHY M. MILLER, Attorney, Robinson & McElwee PLLC, Charleston, West Virginia

4:45-6:00

Hosted Reception - For registrants, speakers, and guests

Tuesday, December 7, 2010

8:30-9:30

Ethics in Leasing in the Marcellus Shale

- Doing business with clients
- Special fee arrangements
- Joint representation
- Multijurisdictional practice
- Taking a percentage of royalties as fees
- Representing groups and joint ventures
- Leasing by consortia, ostensibly representing many different owners
- Attorney-client relationship between attorneys and consortia and/or the individual landowners
- Top leasing

DAVID G. RIES, Attorney, Thorp Reed & Armstrong, LLP, Pittsburgh, Pennsylvania

9:30-10:20

Leasing and Development in the Marcellus Shale Region: Avoiding the Pitfalls

- Royalty issues
 - Pennsylvania royalty statute litigation and pending Supreme Court decision
 - *Tawney* impact on natural gas royalties
- Leasing rights
- *Minard Run* decision

KEVIN C. ABBOTT, Attorney, Reed Smith LLP, Pittsburgh, Pennsylvania

10:20-10:30

Coffee Break

10:30-11:20

Lease Maintenance Challenges

- Applicable legal standards for determining production in paying quantities, continuous operations or temporary cessation of operations
- Sources of information regarding production and burden of proof

- Defenses to claims of termination: waiver, estoppel, statutes of limitation, and adverse possession
 - leasehold savings provisions including pooling clauses, shut-in gas royalty clauses, and operations clauses
 - force majeure clause
- Breaches of the implied covenants of the lease
 - covenant of reasonable development or further exploration
 - remedies for breach, and how much of the lease would be released
- Other unique challenges
 - even if the lease has been maintained, leases that are anywhere from 50 to 100 years old may contain some very unique provisions when viewed in light of current forms and case law
 - unknown and/or unlocatable mineral owners

RYAN J. MORGAN and SHARON O. FLANERY, Attorneys, Steptoe & Johnson PLLC, Charleston, West Virginia

11:20-Noon

Navigating Potential Development Conflicts in Shale Gas Resource Plays: Coal and Oil/Gas Conflicts - Marcellus Shale Development in Coal Country

- The legal context within which drilling and mining conflicts arise
- Regulatory and permitting methods and mechanisms to address and potentially resolve such disputes
- Limits and/or issues inherent in such resolution under the applicable statutes and decisions
- How such disputes and their resolution may affect mining and oil and gas development in the area of Marcellus Shale development

NICOLLE SNYDER BAGNELL, Attorney, Reed Smith LLP, Pittsburgh, Pennsylvania

Noon-1:15

Lunch - On Your Own

Tuesday, December 7, 2010 (continued)

1:15-2:00

Navigating Potential Development Conflicts in Shale Gas Resource Plays: State and Local Governmental Conflicts in Light of *Range Resources* and *Huntley & Huntley*

- Nature and extent of present-day local regulation of oil and gas operations
 - analysis of the preemption doctrine as it applies to the affected states
- Contrasting Marcellus Shale problems with the urbanized problems of the Barnett Shale

JOSEPH K. REINHART, Attorney, Babst, Calland, Clements & Zomnir, P.C., Pittsburgh, Pennsylvania

2:00-2:50

Surface Use Issues in Producing and Getting to Market Natural Gas From Shale Plays

- Common law and statutory rules relating to the use of the surface estate by the severed mineral owner
- Unique problems caused by horizontal drilling and hydraulic fracturing operations
- Potential impact of voluntary or compulsory pooling and unitization
- How the lack of existing infrastructure and the unique needs of shale development create additional burdens on the use of the surface estate

SEAN CASSIDY, Cassidy, Kotjarapoglus & Pohland, Greensburg, Pennsylvania

2:50-3:05

Coffee Break

3:05-4:00

Development Agreements in Shale Resource Plays

- Various structures for exploiting shale resource plays based on joint venture arrangements
- Financing and developing the resource play including joint venture agreements, exploration agreements, tax partnership arrangements and farmout agreements
- Issues to consider in negotiating and drafting these arrangements

DEBRA J. VILLARREAL, Attorney, Thompson & Knight LLP, Dallas, Texas

4:00

Adjournment

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Books and audio CDs for Shale Plays will be shipped within 4 weeks after the Institute

Title/Description	Qty.	Unit Price		Total
		Non-Member	RMMLF/EMLF Member	
DEVELOPMENT ISSUES IN THE MAJOR SHALE PLAYS				
Looseleaf Manual only (SPM)		\$185	\$145	\$
Audio only (SPA) <i>Choose format:</i> <input type="checkbox"/> Audio CDs <input type="checkbox"/> MP3 CDs		\$295	\$235	\$
Package (Manual & CDs) -- save more than 10% (SPP) <i>Choose format:</i> <input type="checkbox"/> Audio CDs <input type="checkbox"/> MP3 CDs		\$420	\$335	\$
RECENT MANUALS				
Oil & Gas Agreements: The Exploration Phase (2010) (OGA8M)		\$ 185	\$ 145	
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PROGRAM COMMITTEE

BRUCE M. KRAMER, Program Chair; McGinnis, Lochridge & Kilgore, L.L.P., Houston

KEVIN C. ABBOTT, Reed Smith LLP, Pittsburgh

NICOLLE SNYDER BAGNELL, Reed Smith LLP, Pittsburgh

GREGORY R. DANIELSON, Davis Graham & Stubbs LLP, Denver

ERIKA ZIMMER ENGER, EnCana Oil & Gas (USA) Inc., Denver

SHARON O. FLANERY, Steptoe & Johnson PLLC, Charleston

SANDRA K. FRALEY, Chesapeake Energy Corporation, Oklahoma City

BLAIR M. GARDNER, Jackson Kelly PLLC, Charleston

CHRISTOPHER G. HAYES, Hayes Law Firm LLC, Denver

MILAM RANDOLPH PHARO, St. Mary Land & Exploration Company, Denver

Development Issues in the Major Shale Plays



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- Toll Free 800-937-8461
- Direct 412-281-3700
- Online <http://tinyurl.com/rockym10>
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Car Rental: Hertz, our official car rental company, is offering special discounts by referencing Meeting CV#03NJ0005 and Rocky Mountain Mineral Law Foundation. Make reservations at www.hertz.com or call 800-654-2240 (U.S.); 800-263-0600 (Canada); or 405-749-4434 (International).

Registration Fees: Include course materials, refreshments, and hosted functions as listed in this brochure. These fees do not include hotel costs or transportation. Registrations will be accepted only when accompanied by a check, money order, government purchase order or training form, credit card information, or wiring information. No registrations can be processed without payment.

Registration Cancellations: Refunds, less a \$50 administrative fee, will be given for cancellations received by 3:00pm on Friday, November 19, 2010. No refunds will be given thereafter, although substitution of attendees may be made by contacting RMMLF. A written request must follow a telephone cancellation. Registrants not entitled to a refund will receive a copy of the written materials. For questions on refunds, complaints, and/or program cancellations, please contact our office at 303-321-8100.

Recording: Audio or video recording of this course is not permitted, except with the express permission of the Foundation.

Special Needs: If you have special needs addressed by the ADA, please notify us at least two weeks before the program.

CLE Credit: Foundation Institutes are typically accredited by all mandatory CLE states, the AAPL, NADOA and NALTA, and other professional organizations. Attorneys from certain states may be required to pay an additional fee. The course consists of approximately 12 hours of continuing education, including 1 hour of ethics in most states. You must let us know at least 30 days in advance of the conference the states or organizations for which you will need credit (see registration form). RMMLF is a State Bar of California MCLE-approved provider.

CPE Credit: Rocky Mountain Mineral Law Foundation is registered with the National Association of State Boards of Accountancy (NASBA) as a sponsor of continuing professional education on the National Registry of CPE Sponsors. State boards of accountancy have final authority on the acceptance of individual courses for CPE credit. Complaints regarding registered sponsors may be addressed to the National Registry of CPE Sponsors, 150 Fourth Avenue North, Suite 700, Nashville, TN, 37219-2417. Web site: www.nasba.org. There are no prerequisites and no advance preparation is required to attend this course. The delivery method is Group-Live, and up to 14 CPE credits are available, including 1 ethics credit. The program level is "overview."

Tax Deduction: Education expenses (including registration fees and travel costs) are deductible in the U.S. if they improve or maintain professional skills. Treas. Reg. § 1.162-5.

Cellular Telephones: Incoming ringing cellular calls are prohibited in the lecture room.