

**DARRELL R. JONES**

— Counsel —

Darrell Jones is a board-certified oil and gas lawyer whose practice covers the entire spectrum of the upstream oil and gas industry. Darrell is experienced with oil and gas asset management matters such as field operations, asset valuation, petroleum land management and hydrocarbon transportation and marketing. During his tenure as an oil and gas lawyer, he regularly advises energy sector clients during challenging economic periods, serving as counsel to debtors as well as secured and unsecured creditors. Darrell was a shareholder at the law firm of Cox Smith in San Antonio prior to becoming in-house legal counsel at Newfield Exploration Company, where he ultimately served as associate general counsel.

**REPRESENTATIVE MATTERS**

- Represented NYSE-listed midstream energy company in purchase of multiple natural gas gathering systems and related facilities in the Gulf of Mexico from independent exploration and production company
- Represented major logistics subsidiary of NYSE-listed global petroleum refining company in numerous acquisition and divestiture transactions involving natural gas and products transportation and storage assets
- Represented NYSE-listed master limited partnership in joint venture arrangement with Fortune 500 midstream company involving contribution and repurposing of pipeline assets to joint venture for use in long-term project
- Represented exploration and production company in reorganization and \$52,000,000 disposition of interests to private equity acquirer, and establishment of \$100,000,000 reserves-based lending facility
- Represented equity/debt finance provider in the sale of upstream oil and gas assets spanning five counties in connection with a refinancing of the company's capital structure and asset management team changes
- Represented Fortune 500 exploration and production company in its negotiation and documentation of unique long-term crude oil sales contracts with refiners, totaling then-present value of over \$3,000,000,000
- Represented clients in over \$7,000,000,000 in exploration and production and hydrocarbon storage facility A&D transactions
- Advised borrower-side clients and negotiated loan and security documentation in dozens of reserves-backed loans
- Represented clients in numerous field-wide crude oil and natural gas gathering and processing arrangements, including sophisticated royalty compliance mechanisms
- Acted as legal counsel and sole negotiator for NYSE-listed energy company's acquisition of substantially all assets of Nasdaq-listed energy company from Chapter 11 bankruptcy, negotiating numerous complex transactions and controversies with vendor-creditors, landowners (lease termination claims), debt holders, and joint venture partners, resulting in favorable joint bid arrangement with large independent energy company to acquire subordinated debt claims on a deeply discounted basis
- Represented NYSE-listed independent oil and gas company on Official Committee of Unsecured Creditors of the largest travel and convenience stores operator in North America

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**EXPERTISE**

Sophisticated leasing and land work, title diligence and surface use matters

Negotiation and documentation of industry trade agreements (e.g., JV agreements, farmouts, participation agreements, JOAs and seismic shoot programs)

A&D transactions

Gathering, transportation and processing agreements

Risk analysis, strategy development and case management for complex, high-stakes energy litigation, combining commercial experience and asset value management to arrive at favorable outcomes

Valuation expertise with strong substantive knowledge of oil and gas law to achieve client objectives

Operational contracts, such as drilling contracts and MSAs

Reserves-based lending transactions

Insolvency and credit risk management

**EDUCATION**

- J.D., *cum laude*, The University of Houston Law Center, 2000
- M.S., *high honors*, Criminal Justice, Northeastern University, Boston, 1991
- B.S., *magna cum laude*, Criminal Justice, St. Mary's University, San Antonio, 1990

**PROFESSIONAL MEMBERSHIPS & ASSOCIATIONS**

- Texas Bar Association
- American Association of Professional Landmen
- Houston Association of Professional Landmen