

OUR PRACTICE

Energy

Baker Donelson advises a broad variety of clients throughout the energy value chain, including companies in upstream, midstream and downstream oil and gas; chemicals/petrochemicals; renewable energy; nuclear; and coal, mining and minerals.

Oil and Gas

Our clients include major, independent and state-owned oil and gas companies, pipeline companies, oil and gas well operators, drilling contractors, seismic companies, transportation companies, insurers, financial institutions, royalty owners and other service and supply companies involved with the industry. We represent companies and owners in courts and before arbitral tribunals and regulatory agencies throughout the U.S. as well as in transactions involving oil, gas and energy companies.

Chemicals/Petrochemicals

From environmental concerns to carbon capture tax credits and import/export advice, our team leverages the deep experience of attorneys across the Firm to deliver wholistic advice on all areas of importance to chemical/petrochemical companies.

Renewable Energy

The focus on ESG – environmental, social and governance – strategies to curb climate change has created increased opportunities for **renewable energy**. We represent investors, start-ups, manufacturers, installers, utilities and consumers on the full range of legal issues facing companies in all sectors of the renewable energy industry – from immigration to power purchase agreements to project finance and development.

Nuclear Energy

We are deeply involved in the nuclear energy industry. Our attorneys have served on industry and government advisory boards including the Civil Nuclear Trade Advisory Committee (CINTAC), which advises the Secretary of Commerce on trade issues facing the U.S. civil nuclear industry and on the development of programs and policies to expand U.S. civil nuclear exports and strengthen the competitiveness of the industry. Our lawyers also serve as the principal coordinators for the **U.S.-Japan Roundtable on Nuclear Energy Cooperation**, an ongoing program of the **Howard Baker Forum**, a public policy affiliate of Baker Donelson which produces programs and initiatives focusing on major questions facing policymakers in the United States.

Coal, Mining and Minerals

Attorneys on our coal, mining and minerals team have deep experience in the industry, having previously been employed by coal and mining companies. Members of our team advise clients on everything from updating their standard master coal purchase and sales agreement terms and conditions for over-the-counter United States coal physical contracts to establishing relationships with small, mid-tier and large North American coal producers (both thermal and metallurgical product) for brokerage services.



Case Studies

- **Successfully Defended Energy Client in Breach of Contract Trial** - Breach of Contract Litigation
- **Baker Donelson Helps Oil and Gas Client Resume Site Operations** - Injunction Proceeding
- **Baker Donelson Drafts Pore-Space Lease Agreement for Carbon Capture and Sequestration (CCS) Project** - Pore-Space Lease Agreement



Representative Matters

Oil and Gas

- Defended one of the largest natural gas producers in the United States in a blowout case against claims of gross negligence to preclude enforcement of limitation of liability, indemnity and allocation of risk provisions in a Master Service Agreement, with the court awarding nearly \$10 million in damages, including prejudgment interest, to the client.
- Represented a provider of infrastructure services in connection with various issues concerning an engineering, procurement and construction contract regarding the Maurepas Pipelines Project, which has three separate pipelines measuring approximately 100 miles in aggregate, and three new pumping stations. The project spans Ascension, St. Charles, St. James and St. John the Baptist parishes in Louisiana and will provide local refineries with pipeline access to domestically produced crude oil. The latest issue has involved contesting \$20+ million in liens asserted by the pipeline owner in four parishes.
- Represented an international drilling contractor in the defense of claims arising out of the BP oil spill multi-district litigation. The case focused on complex technical matters involving geology, well design and construction, subsea blowout preventers, drilling operations, well control, production and source control. We took more than 50 depositions involving the aforementioned issues, were responsible for managing numerous expert reports, and prepared multiple witnesses for trial. We actively participated in the Phase One and Two trials, which lasted a total of four months.
- Represented an offshore oil and gas producer in a federal criminal investigation regarding an explosion on a company-owned platform.
- Special committee of a public energy company board of directors in connection with \$150 million asset sale.
- Represented an oil and gas company in the \$89 million sale of substantially all of its assets.
- Defended an ICC arbitration and two appeals to the U.S. Fourth Circuit Court of Appeals in securing confirmation of an international arbitral award on behalf of a state-owned petroleum company, which resulted in the dismissal of more than \$100 million in breach of contract and tort claims arising out of the sale of multiple gasoline shipments, and ordered reimbursement to the client of more than \$730,000 in attorneys' fees and costs.

Chemical/Petrochemical

- Defended a major chemical company in Louisiana against a significant environmental enforcement action by the U.S. government and contamination claims by local residents. In the federal enforcement action, the government sought civil penalties for violations of the Resource Conservation and Recovery Act, the Comprehensive Environmental Response, Compensation and Liability Act and the Clean Air Act. The surrounding residents sued for damages alleging trespass and other state law claims. After several days of trial in the enforcement action, the client concluded a favorable settlement with U.S. government.
- Defended and obtained dismissal of client and its employee for personal injuries to subcontractor's employee resulting from unintended pressure release at chemical plant.
- Defended an international chemical company in series of suits brought by neighboring residents and municipality alleging contamination of nearby properties and RCRA violations under RCRA's citizen suit provision. Favorable settlement of most claims was reached just prior to trial, and dismissal of remaining claims for violation of *Lone Pine* order recommended by magistrate.
- Successfully defended numerous chemical and petrochemical companies against benzene-exposure claims by former employees and contractors in multiple states' courts.
- Lead trial counsel defending chemical manufacturer against claims for breach of a tolling agreement.

Renewable Energy

- Represented equity investors, lenders and landowners in large solar energy facilities, including addressing real estate issues and state and local tax incentives.

- Development and financing of solar energy farms, including developers, lenders in equipment sale-leaseback transactions and tax equity investors.
- Successfully represented an international construction, fabrication, and engineering concern in litigation before the Eastern District of Washington involving allegations of fraud, gross negligence and construction defects related to the construction of silicon and silicate refining facilities for a subsidiary of a major European solar power concern.
- Represented a solar manufacturer/installer in the acquisition of multiple limited liability companies.
- Represented an offshore construction firm in connection with bidding on offshore wind farm construction in Massachusetts.
- Represented one of the largest ethanol distributors in the United States in the sale of a controlling interest to a Brazilian-based sugar trader for approximately \$110 million in cash and securities.
- Represented a biofuel company in the closing of a \$240 million refinancing of a syndicated credit facility on behalf of the client and nine subsidiaries.
- Represented a client in the sale of its nationwide solar asset management company, which was valued at \$26 million and provided solar power system operations and maintenance services, to a private equity company.

Nuclear Energy

- Assisted in the defense of contractors operating a nuclear fuel reprocessing facility in a putative class action brought by neighboring landowners alleging releases of hazardous materials and radionuclides over 50 years. Secured dismissal under the Price-Anderson Act.
- Provided construction counsel in connection with \$80 million in delay and overhead claims associated with the allegedly defective design of a nuclear materials storage facility.
- Represented a nuclear energy company in the formation of a joint venture/development agreement to focus on the joint development and licensing of the company's advanced small modular saline-cooled nuclear reactor.

Coal, Mining and Minerals

- Served as local counsel for the unsecured creditors' committee in a coal mining company case involving three mines in West Virginia and one in Alabama and more than \$175 million in secured debt.
- Represented a coal mining operation in all aspects of legal compliance including environmental.
- Defended a global company in a multimillion-dollar suit in federal court brought to enforce coal supply contracts for manufacturing plants located in Alabama and Georgia.